UGI CORP /PA/ Form 4

December 23, 2013

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Number: January 31, 2005

**OMB APPROVAL** 

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading GREENBERG LON R Issuer Symbol UGI CORP /PA/ [UGI] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner Other (specify Officer (give title 460 NORTH GULPH ROAD 12/19/2013 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

#### KING OF PRUSSIA, PA 19406

\_\_\_ Form filed by More than One Reporting
Person

\_X\_ Form filed by One Reporting Person

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price			(D) (5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
UGI Common Stock	12/19/2013		S		20,000	D	\$ 40.045	354,563	D		
UGI Common Stock	12/20/2013		S		10,000	D	\$ 40.5715 (1)	344,563	D		
UGI Common Stock	12/20/2013		G	V	9,500	D	\$ 0	335,063	D		
UGI Common Stock	12/20/2013		G(2)	V	27,000	D	\$ 0	308,063	D		

### Edgar Filing: UGI CORP /PA/ - Form 4

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	le and	8. Price of	Ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	Expiration Date		ınt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						]
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						•	Expiration		or		
							Date	Title	Number		
				C 1 1	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GREENBERG LON R 460 NORTH GULPH ROAD X KING OF PRUSSIA, PA 19406

## **Signatures**

Jessica A. Milner, Attorney-in-Fact for Lon R. Greenberg

12/23/2013

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The shares of common stock with respect to this transaction were sold at prices ranging from \$40.545 to \$40.575. Upon request, UGI (1) Corporation will provide to the Securities and Exchange Commission staff or a security holder of UGI Corporation full information regarding the number of shares sold at each separate price.
- This transaction involved a gift by the reporting person of 27,000 shares of UGI Common Stock, held jointly with the reporting person's spouse, to the Vert Charitable Trust, a 501(c)(3) organization in which the reporting person has a pecuniary interest. As a co-trustee, the reporting person holds voting and dispositive power over the shares held by the Vert Charitable Trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2

**SEC 1474** 

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