

Gallagher Hugh J.
Form 3
September 26, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Gallagher Hugh J.</p> <p>(Last) (First) (Middle)</p> <p>460 NORTH GULPH ROAD</p> <p>(Street)</p> <p>KING OF PRUSSIA, Â PA Â 19406</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/18/2018</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>UGI CORP /PA/ [UGI]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>President & CEO of Subsidiary</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
UGI Common Stock	2,295	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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				Shares		(I) (Instr. 5)	
Options (Right to Buy)	Â (1)	12/31/2023	UGI Common Stock	8,250	\$ 27.64	D	Â
Options (Right to Buy)	Â (2)	01/20/2025	UGI Common Stock	15,000	\$ 38.05	D	Â
Options (Right to Buy)	Â (3)	12/31/2025	UGI Common Stock	17,500	\$ 33.76	D	Â
Options (Right to Buy)	Â (4)	12/31/2026	UGI Common Stock	14,000	\$ 46.08	D	Â
Options (Right to Buy)	Â (5)	12/31/2027	UGI Common Stock	13,000	\$ 46.95	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gallagher Hugh J. 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406	Â	Â	Â President & CEO of Subsidiary	Â

Signatures

/s/ Pamela A. Meredith, Attorney-in-Fact for Hugh J. Gallagher

09/26/2018

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) These options were granted effective January 1, 2014 and became fully vested on January 1, 2017.
- (2) These options were granted effective January 21, 2015 and became fully vested on January 21, 2018.
- (3) These options were granted effective January 1, 2016 and vest in three equal installments beginning on January 1, 2017.
- (4) These options were granted effective January 1, 2017 and vest in three equal installments beginning on January 1, 2018.
- (5) These options were granted effective January 1, 2018 and vest in three equal installments beginning on January 1, 2019.

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.