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Form 4										
January 03,							OMB A	PPROVAL		
FORM	UNITED	Washington, D.C. 20549 x STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								
Check t if no lor subject Section Form 4	to STATEN 16.									
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(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)									
1. Name and GREENBE	Issuer Name and nbol JI CORP /PA /		Trading	5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First) (Middle) 3. [3. Date of Earliest Transaction				ck all applicabl	e)		
460 NORT	H GULPH ROAI	onth/Day/Year) /01/2012		below)	ve title Other (specify below) hairman & CEO					
			l(Month/Day/Year) Applicable Lin _X_ Form file			Applicable Line) _X_ Form filed by	y One Reporting Person y More than One Reporting			
KING OF	PRUSSIA, PA 19	406				Person	More than One R	eporting		
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securities A	cquired, Disposed of	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A)or(D) Price	Transaction(s) (Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each class o	f securities benef	-	-	-				
						spond to the colle tained in this form		SEC 1474 (9-02)		

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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. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	Derivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A Disposed of (Instr. 3, 4, a 5)	(D)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numt Share
Option (right to buy)	\$ 29.4	01/01/2012		A		300,000		<u>(1)</u>	12/31/2021	UGI Common Stock	300,
Performance Units	\$ 0	01/01/2012		А		65,000		(2)	12/31/2014	UGI Common Stock	65,0

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GREENBERG LON R 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406	Х		Chairman & CEC)				
Signatures								
Margaret M. Calabrese, Attorney Greenberg	01/03/2012							
**Signature of Report	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).
- (1) These options vest in three equal annual installments beginning on January 1, 2013.

Effective January 1, 2012, the reporting person was granted performance units under the Amended and Restated UGI Corporation 2004(2) Omnibus Equity Compensation Plan. Each performance unit represents the right of the recipient to receive a share of stock, if specified performance goals and other conditions are met.

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.