

FORM 4

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person - *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Ortiz-Landazabal Marie-Dominique	UGI CORP /PA/ [UGI]	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Accounting Officer
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	
460 NORTH GULPH ROAD	9/20/2016	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
KING OF PRUSSIA, PA 19406		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
UGI Common Stock	9/20/2016		M		5000	A	\$21.81	8903 (1)	D	
UGI Common Stock	9/20/2016		F (2)		3166	D	\$46.16	5737 (1)	D	
UGI Common Stock	9/20/2016		M		1200	A	\$27.64	6937 (1)	D	
UGI Common Stock	9/20/2016		F (2)		866	D	\$46.16	6071 (1)	D	
UGI Common Stock	9/20/2016		M		8800	A	\$27.64	14871 (1)	D	
UGI Common Stock	9/20/2016		M		3900	A	\$37.98	18771 (1)	D	
UGI Common Stock	9/20/2016		S		12700	D	\$46.3544 (3)	6071 (1)	D	
UGI Common Stock								2540	I	401(k) Plan

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options (Right to Buy)	\$21.81	9/20/2016		M			5000	1/1/2014	12/31/2022	UGI Common Stock	5000	\$0.00	0	D	
Options (Right to Buy)	\$27.64	9/20/2016		M			1200	1/1/2015	12/31/2023	UGI Common Stock	1200	\$0.00	13800	D	
Options (Right to Buy)	\$27.64	9/20/2016		M			8800	1/1/2016	12/31/2023	UGI Common Stock	8800	\$0.00	5000	D	
Options (Right to Buy)	\$37.98	9/20/2016		M			3900	1/1/2016	12/31/2024	UGI Common Stock	3900	\$0.00	7800	D	

Explanation of Responses:

- (1) Includes 320 shares acquired under the Issuer's dividend reinvestment plan.
- (2) The shares were withheld by the issuer to satisfy the officer's exercise price and income tax liability associated with the transaction.
- (3) The shares of common stock with respect to this transaction were sold at prices ranging from \$46.33 to \$46.40. Upon request, UGI Corporation will provide to the Securities and Exchange Commission staff, or a security holder of UGI Corporation, full information regarding the number of shares of common stock sold at each separate price.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ortiz-Landazabal Marie-Dominique 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406			Chief Accounting Officer	

Signatures

/s/ Jessica A. Milner, Attorney-in-Fact for Marie-Dominique Ortiz-Landazabal

9/22/2016

—**Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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