

UGI CORP /PA/  
Form 8-K  
October 16, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 16, 2012**

**UGI Corporation**

**(Exact name of registrant as specified in its charter)**

**Pennsylvania**  
**(State or other jurisdiction**

**of incorporation)**

**460 No. Gulph Road, King of Prussia,**

**1-11071**  
**(Commission**

**File Number)**

**23-2668356**  
**(I.R.S. Employer**

**Identification No.)**

**19406**

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**Pennsylvania**  
(Address of principal executive offices)

(Zip Code)

**Registrant's telephone number, including area code: 610 337-7000**

**Not Applicable**

**Former name or former address, if changed since last report**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition.**

On October 16, 2012, UGI Corporation (the Company) issued a press release announcing expected financial results for the Company for the fiscal year ended September 30, 2012. A copy of the press release is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

**Item 7.01 Regulation FD Disclosure.**

In its October 16, 2012 press release, the Company also announced earnings guidance for the fiscal year ending September 30, 2013. The October 16, 2012 press release also references the Company's Analyst Day to be held on October 17, 2012. The presentation materials for the live audio webcast will be available in the Investor Relations section of the Company's website ([www.ugicorp.com](http://www.ugicorp.com)) during and following the webcast. A copy of the press release is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

*In accordance with General Instruction B.2 of Form 8-K, the information in this report, including Exhibit 99.1, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that section, and will not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in that filing.*

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits. The following exhibit is being furnished herewith:

99.1 Press Release of UGI Corporation dated October 16, 2012.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UGI Corporation

*October 16, 2012*

*By: /s/ Hugh J. Gallagher  
Name: Hugh J. Gallagher  
Title: Treasurer*

**EXHIBIT INDEX**

**The Following Exhibit Is Furnished:**

EXHIBIT NO.	DESCRIPTION
99.1	Press Release of UGI Corporation dated October 16, 2012.