UGI CORP /PA/ Form 5

Common

Stock

November 04, 2005

FORM	15							OMB AF	PPROVAL	
. 01111			CURITIES AN			GE C	OMMISSION	OMB Number:	3235-0362	
Check thi		`	Washington, D	.C. 2054	9			Expires:	January 31,	
no longer subject to Section 16. Form 4 or Form 5 obligations may continue.  ANNUAL ST			TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated average burden hours per response 1.0		
See Instru 1(b). Form 3 H Reported Form 4 Transacti Reported	Filed pur foldings Section 17(s	a) of the Public	on 16(a) of the S c Utility Holdin e Investment Co	g Compa	any A	Act of	1935 or Section	n		
	Address of Reporting RG LON R	Syml	uer Name <b>and</b> Tick pol CORP /PA/ [U		ling		5. Relationship of Issuer			
(Last)	(First) (M	(Mor	3. Statement for Issuer's Fiscal Y (Month/Day/Year)			led	(Check all applicable)  _X_ Director 10% Owner			
460 NORT	H GULPH ROAD		0/2002				X Officer (give below) Cha	below) irman & CEO	er (specify	
	(Street)		Amendment, Date (Month/Day/Year)	Original			6. Individual or Jo	vint/Group Repo	_	
KING OF I	PRUSSIA, PAÂ	19406					_X_ Form Filed by 0 Form Filed by N Person	One Reporting Pe More than One Re		
(City)	(State)	(Zip)	Гable I - Non-Der	ivative Sec	curitio	es Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	on Date, if Transaction Code		ties I (A) of I of (E 4 and (A)	))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Amount	or (D)	Price	(Instr. 3 and 4)			
UGI Common Stock	05/21/2002	Â	G	100 (1)	D	\$0	105,835	D	Â	
UGI Common Stock	Â	Â	Â	Â	Â	Â	14,275.393	I	401(k) plan	
UGI Common	Â	Â	Â	Â	Â	Â	50,000	I	Benefit	

plan

50,000

#### Edgar Filing: UGI CORP /PA/ - Form 5

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.

SEC 2270 (9-02)

D So

# 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	cisable and	7. Titl	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
					(4) (5)				of		
					(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>-</b>	Director	10% Owner	Officer	Other			
GREENBERG LON R 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406	ÂΧ	Â	Chairman & CEO	Â			

### **Signatures**

Margaret M. Calabrese for Lon R.
Greenberg

11/04/2005

\*\*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).
- (1) Represents transfer of shares under the Uniform Gifts to Minors Act.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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