### UGI CORP /PA/ Form SC 13G February 17, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934

UGI CORP
(Name of Issuer)

Common Stock
(Title of Class of Securities)

902681105
(CUSIP Number)

December 31, 2003

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

(Date of Event Which Requires Filing of this Statement)

[X] Rule 13d-1(b)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 902681105

\_\_\_\_\_\_

(1) Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS GLOBAL INVESTORS, NA., 943112180

\_\_\_\_\_

- (2) Check the appropriate box if a member of a Group\*
- (a) / /
- (b) /X/

-----

- (3) SEC Use Only
- \_\_\_\_\_
- (4) Citizenship or Place of Organization U.S.A.

Number of Shares Beneficially Owned by Each Reporting	(5)	Sole Voting Power 2,350,268
Person With	(6)	Shared Voting Power
	(7)	Sole Dispositive Power 2,350,268
	(8)	Shared Dispositive Power
(9) Aggregate Amount Beneficially Owned by 2,744,165	Each Rep	orting Person
(10) Check Box if the Aggregate Amount in F	Row (9) E	xcludes Certain Shares*
(11) Percent of Class Represented by Amount 6.41%	in Row	(9)
(12) Type of Reporting Person*  BK		
CUSIP No. 902681105		
(1) Names of Reporting Persons.  I.R.S. Identification Nos. of above	e persons	(entities only).
BARCLAYS GLOBAL FUND ADVISORS		
(2) Check the appropriate box if a member of (a) / / (b) /X/	of a Grou	p*
(3) SEC Use Only		
(4) Citizenship or Place of Organization U.S.A.		
Number of Shares Beneficially Owned	(5)	Sole Voting Power 465,914
by Each Reporting Person With	(6)	Shared Voting Power
	(7)	Sole Dispositive Power 465,914
	(8)	Shared Dispositive Power
		<del>-</del>

(10) Check Bo	ox if the Aggregate Amount	in Row (9) E	xcludes Certain Shares*
(11) Percent 1.099	of Class Represented by Am	nount in Row	(9)
(12) Type of IA	Reporting Person*		
CUSIP No.	902681105		
I.R.S	f Reporting Persons. S. Identification Nos. of a	bove persons	(entities only).
	LAYS GLOBAL INVESTORS, LTD		
(2) Check the (a) / / (b) /X/	e appropriate box if a memb	er of a Grou	p*
(3) SEC Use (	Only		
(4) Citizensl	hip or Place of Organizatic and	n	
Number of Sha Beneficially by Each Repor	Owned	(5)	Sole Voting Power
Person With	rung	(6)	Shared Voting Power
		(7)	Sole Dispositive Power
		(8)	Shared Dispositive Power
(9) Aggregate	e		
(10) Check Bo	ox if the Aggregate Amount	in Row (9) E	
	of Class Represented by Am		
(12) Type of BK	Reporting Person*		
CUSIP No.	902681105		
(1) Names o	f Reporting Persons.		

I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS GLOBAL INVESTORS JAPAN	TRUST AND BANKING COMPANY LIMITED
(2) Check the appropriate box if a memb (a) // (b) /X/	er of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization	n
Number of Shares Beneficially Owned	(5) Sole Voting Power
by Each Reporting Person With	(6) Shared Voting Power -
	(7) Sole Dispositive Power -
	(8) Shared Dispositive Power
(9) Aggregate	
(10) Check Box if the Aggregate Amount	in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Am 0.00%	nount in Row (9)
(12) Type of Reporting Person* BK	
CUSIP No. 902681105	
(1) Names of Reporting Persons. I.R.S. Identification Nos. of a	bove persons (entities only).
BARCLAYS LIFE ASSURANCE COMPANY	LIMITED
(2) Check the appropriate box if a memb (a) // (b) /X/	er of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization	n
Number of Shares Beneficially Owned by Each Reporting	(5) Sole Voting Power -
Person With	(6) Shared Voting Power

	-
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power
(9) Aggregate -	
(10) Check Box if the Aggregate Amount	in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Am 0.00%	ount in Row (9)
(12) Type of Reporting Person*  BK	
CUSIP No. 902681105	
(1) Names of Reporting Persons. I.R.S. Identification Nos. of a BARCLAYS BANK PLC	bove persons (entities only).
(2) Check the appropriate box if a memb (a) // (b) /X/	er of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organizatio England	n
Number of Shares Beneficially Owned	(5) Sole Voting Power
by Each Reporting Person With	(6) Shared Voting Power -
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power
(9) Aggregate	
(10) Check Box if the Aggregate Amount	
(11) Percent of Class Represented by Am 0.00%	
(12) Type of Reporting Person*	

ВК	
CUSIP No. 902681105	
	above persons (entities only).
BARCLAYS CAPITAL SECURITIES LI	.MITED
<ul><li>(2) Check the appropriate box if a men</li><li>(a) / /</li><li>(b) /X/</li></ul>	nber of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organizati England.	on
Number of Shares Beneficially Owned	(5) Sole Voting Power -
by Each Reporting Person With	(6) Shared Voting Power -
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power -
(9) Aggregate	
(10) Check Box if the Aggregate Amount	in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by A	Amount in Row (9)
(12) Type of Reporting Person*  BK	
CUSIP No. 902681105	
(1) Names of Reporting Persons. I.R.S. Identification Nos. of	above persons (entities only).
BARCLAYS CAPITAL INC	
(2) Check the appropriate box if a men (a) // (b) /X/	nber of a Group*
(3) SEC Use Only	

(4) Citizenship or Place of Organiza U.S.A.	ation
Number of Shares Beneficially Owned by Each Reporting Person With	(5) Sole Voting Power -
	(6) Shared Voting Power
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power
 (9) Aggregate -	
(10) Check Box if the Aggregate Amon	unt in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by 0.00%	y Amount in Row (9)
(12) Type of Reporting Person* BD	
(1) Names of Reporting Persons.  I.R.S. Identification Nos.	of above persons (entities only).
BARCLAYS PRIVATE BANK & TRUS	ST (ISLE OF MAN) LIMITED
(2) Check the appropriate box if a r (a) // (b) /X/	member of a Group*
(3) SEC Use Only	
4) Citizenship or Place of Organiza	ation
Number of Shares	(5) Sole Voting Power -
y Each Reporting Person With	(6) Shared Voting Power
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power

(9) Aggregate		
(10) Check Box	x if the Aggregate Amount	in Row (9) Excludes Certain Shares*
(11) Percent (0.00%	of Class Represented by Am	ount in Row (9)
(12) Type of BK	Reporting Person*	
CUSIP No.	902681105	
	Reporting Persons Identification Nos. of a	bove persons (entities only).
BARCLA	AYS PRIVATE BANK AND TRUST	(JERSEY) LIMITED
(2) Check the (a) // (b) /X/	appropriate box if a memb	er of a Group*
(3) SEC Use On	nly	
(4) Citizensh: Englar	ip or Place of Organizatio	n
Number of Shar Beneficially (	Owned	(5) Sole Voting Power -
by Each Report Person With	Ling	(6) Shared Voting Power
		(7) Sole Dispositive Power
		(8) Shared Dispositive Power
(9) Aggregate		
(10) Check Box	x if the Aggregate Amount	in Row (9) Excludes Certain Shares*
(11) Percent (0.00%	of Class Represented by Am	ount in Row (9)
(12) Type of I	Reporting Person*	
CUSIP No.	902681105	

(1) Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). BARCLAYS BANK TRUST COMPANY LIMITED \_\_\_\_\_\_ (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ -----(3) SEC Use Only (4) Citizenship or Place of Organization England \_\_\_\_\_\_ Number of Shares (5) Sole Voting Power Beneficially Owned by Each Reporting Person With (6) Shared Voting Power (7) Sole Dispositive Power (8) Shared Dispositive Power \_\_\_\_\_\_ (9) Aggregate \_\_\_\_\_ (10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\* \_\_\_\_\_\_ (11) Percent of Class Represented by Amount in Row (9) 0.00% (12) Type of Reporting Person\* BK \_\_\_\_\_\_ CUSIP No. 902681105 -----(1) Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). BARCLAYS BANK (Suisse) SA \_\_\_\_\_\_ (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ \_\_\_\_\_\_ (3) SEC Use Only \_\_\_\_\_\_ (4) Citizenship or Place of Organization Switzerland Number of Shares (5) Sole Voting Power Beneficially Owned

by Each Reporting

Person With	(6) Shared Voting Power -
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power
(9) Aggregate	
(10) Check Box if the Aggregate Amount in R	ow (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount 0.00%	in Row (9)
(12) Type of Reporting Person*	
CUSIP No. 902681105	
(1) Names of Reporting Persons.  I.R.S. Identification Nos. of above  BARCLAYS PRIVATE BANK LIMITED	persons (entities only).
(2) Check the appropriate box if a member of (a) // (b) /X/	f a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization England	
Number of Shares Beneficially Owned	(5) Sole Voting Power
by Each Reporting Person With	(6) Shared Voting Power
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power
(9) Aggregate	
(10) Check Box if the Aggregate Amount in F	

(11) Percent of 0.00%	Class Represented by Amount in Row (9)
(12) Type of Re	porting Person*
ITEM 1(A).	NAME OF ISSUER UGI CORP
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS, NA
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San Francisco, CA 94105
ITEM 2(C).	
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 902681105
	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A
	or Dealer registered under Section 15 of the Act .C. 780).
(b) /X/ Bank as (c) // Insuran	defined in section 3(a) (6) of the Act (15 U.S.C. 78c). ce Company as defined in section 3(a) (19) of the Act .C. 78c).
(d) // Investme Company	ent Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8).
(f) // Employe	ent Adviser in accordance with section $240.13d(b)(1)(ii)(E)$ . e Benefit Plan or endowment fund in accordance with section $-1(b)(1)(ii)(F)$ .
-	Holding Company or control person in accordance with section -1(b)(1)(ii)(G).
(h) // A savin	gs association as defined in section 3(b) of the Federal Deposit
(i) // A churc company	ce Act (12 U.S.C. 1813).  h plan that is excluded from the definition of an investment under section 3(c)(14) of the Investment Company Act of 1940
	C. 80a-3). in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A). UGI COR	
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS GLOBAL FUND ADVISORS

ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San Francisco, CA 94105
ITEM 2(C).	CITIZENSHIP U.S.A
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 902681105
ITEM 3. 13D-2(B), CHECK	IF THIS STATEMENT IS FILED PURSUANT TO RULES $13D-1(B)$ , OR WHETHER THE PERSON FILING IS A
(15 U.S (b) // Bank as	or Dealer registered under Section 15 of the Act S.C. 780).  s defined in section 3(a) (6) of the Act (15 U.S.C. 78c).  nce Company as defined in section 3(a) (19) of the Act
(15 U.S (d) // Investm	S.C. 78c). ment Company registered under section 8 of the Investment 7 Act of 1940 (15 U.S.C. 80a-8).
(e) /X/ Investm (f) // Employe	ment Adviser in accordance with section 240.13d(b)(1)(ii)(E). ee Benefit Plan or endowment fund in accordance with section
(g) // Parent	H-1(b)(1)(ii)(F). Holding Company or control person in accordance with section H-1(b)(1)(ii)(G).
	ags association as defined in section $3(b)$ of the Federal Depositnce Act (12 U.S.C. 1813).
(i) // A churc company	ch plan that is excluded from the definition of an investment value under section 3(c)(14) of the Investment Company Act of 1940 .C. 80a-3).
(j) // Group,	in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A).	NAME OF ISSUER UGI CORP
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406
	NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS, LTD
	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Murray House  1 Royal Mint Court LONDON, EC3N 4HH
ITEM 2(C).	England
	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	902681105
ITEM 3.	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A

- (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
- (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).
- (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)
- ITEM 1(A). NAME OF ISSUER UGI CORP

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ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406

\_\_\_\_\_\_

ITEM 2(A). NAME OF PERSON(S) FILING

BARCLAYS GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

Ebisu Prime Square Tower 8th Floor

1-1-39 Hiroo Shibuya-Ku

Tokyo 150-0012 Japan

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ITEM 2(C). CITIZENSHIP Japan

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ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock

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ITEM 2(E). CUSIP NUMBER 902681105

\_\_\_\_\_\_

- (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 780).
- (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
- (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940

	C. 80a-3). in accordance with section 240.13d-1(b)(1)(ii)(J)
	NAME OF ISSUER UGI CORP
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS LIFE ASSURANCE COMPANY LIMITED
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Unicorn House 5th floor 252 Romford Road, Forest Gate London 37 9JB England
ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 902681105
13D-2(B), CHECK  (a) // Broker	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A  or Dealer registered under Section 15 of the Act .C. 78o).  defined in section 3(a) (6) of the Act (15 U.S.C. 78c).  ce Company as defined in section 3(a) (19) of the Act .C. 78c).  ent Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8).  ent Adviser in accordance with section 240.13d(b)(1)(ii)(E).  e Benefit Plan or endowment fund in accordance with section -1(b)(1)(ii)(F).  Holding Company or control person in accordance with section -1(b)(1)(ii)(G).  gs association as defined in section 3(b) of the Federal Deposit ce Act (12 U.S.C. 1813).  h plan that is excluded from the definition of an investment under section 3(c)(14) of the Investment Company Act of 1940 C. 80a-3).  in accordance with section 240.13d-1(b)(1)(ii)(J)  NAME OF ISSUER  UGI CORP
 ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS BANK PLC  ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE
	54 Lombard Street London, England EC3P 3AH

ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 902681105
ITEM 3. 13D-2(B), CHECK	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A
	or Dealer registered under Section 15 of the Act
(c) // Insurar	s defined in section 3(a) (6) of the Act (15 U.S.C. 78c). ace Company as defined in section 3(a) (19) of the Act S.C. 78c).
	ment Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8).
(e) // Investm (f) // Employe	ment Adviser in accordance with section 240.13d(b)(1)(ii)(E). see Benefit Plan or endowment fund in accordance with section d-1(b)(1)(ii)(F).
-	Holding Company or control person in accordance with section $(i-1)(i)(i)(i)(i)$ .
	ngs association as defined in section 3(b) of the Federal Deposit nce Act (12 U.S.C. 1813).
company	ch plan that is excluded from the definition of an investment under section 3(c)(14) of the Investment Company Act of 1940 .C. 80a-3).
·	in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A).	NAME OF ISSUER UGI CORP
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS CAPITAL SECURITIES LIMITED
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 5 The North Colonmade Canary Wharf, London, England E14 4BB
ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	
	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A
	or Dealer registered under Section 15 of the Act
(b) /X/ Bank as	defined in section 3(a) (6) of the Act (15 U.S.C. 78c). ace Company as defined in section 3(a) (19) of the Act

(15 U.S.C. 78c).

- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).
- (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)

ITEM 1(A). NAME OF ISSUER UGI CORP

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ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406

\_\_\_\_\_

ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS CAPITAL INC

\_\_\_\_\_\_

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 200 Park Ave

NY, NY 10166

\_\_\_\_\_\_

ITEM 2(C). CITIZENSHIP U.S.A.

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ITEM 2(D). TITLE OF CLASS OF SECURITIES

Common Stock

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ITEM 2(E). CUSIP NUMBER 902681105

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ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A

- (a) /X/ Broker or Dealer registered under Section 15 of the Act  $(15\ U.S.C.\ 78o)$ .
- (b) // Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
- (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1 (b) (1) (ii) (G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).
- (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)
- ITEM 1(A). NAME OF ISSUER UGI CORP

ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS PRIVATE BANK & TRUST (ISLE OF MAN) LIMITED
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 4th Floor, Queen Victoria House Isle of Man, IM99 IDF
ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 902681105
ITEM 3. 13D-2(B), CHECK	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A
(d) // Investm	nce Company as defined in section 3(a) (19) of the Act 3.C. 78c).  ment Company registered under section 8 of the Investment 7 Act of 1940 (15 U.S.C. 80a-8).  ment Adviser in accordance with section 240.13d(b)(1)(ii)(E).  ment Benefit Plan or endowment fund in accordance with section 3-1(b)(1)(ii)(F).  Holding Company or control person in accordance with section 3-1(b)(1)(ii)(G).  mags association as defined in section 3(b) of the Federal Depositate Act (12 U.S.C. 1813).  The plan that is excluded from the definition of an investment 7 under section 3(c)(14) of the Investment Company Act of 1940.  MAME OF ISSUER
ITEM 1(B).	UGI CORP  ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES  460 NORTH GULPH ROAD  KING OF PRUSSIA PA 19406
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS PRIVATE BANK AND TRUST (JERSEY) LIMITED
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 39/41 Broad Street, St. Helier Jersey, Channel Islands JE4 8PU
ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock

ITEM 2(E).	CUSIP NUMBER 902681105
ITEM 3. 13D-2(B), CHECK	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A
	or Dealer registered under Section 15 of the Act
(b) /X/ Bank as (c) // Insuran	defined in section 3(a) (6) of the Act (15 U.S.C. 78c). ace Company as defined in section 3(a) (19) of the Act
(d) // Investm	S.C. 78c). Ment Company registered under section 8 of the Investment  PACT OF 1940 (15 U.S.C. 80a-8).
(e) // Investm (f) // Employe	ment Adviser in accordance with section 240.13d(b)(1)(ii)(E). ee Benefit Plan or endowment fund in accordance with section
(g) // Parent	H-1(b)(1)(ii)(F). Holding Company or control person in accordance with section H-1(b)(1)(ii)(G).
(h) // A savin	egs association as defined in section 3(b) of the Federal Deposit ace Act (12 U.S.C. 1813).
company	th plan that is excluded from the definition of an investment under section 3(c)(14) of the Investment Company Act of 1940 C. 80a-3).
•	in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A).	NAME OF ISSUER UGI CORP
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406
ITEM 2(A).	NAME OF PERSON(S) FILING BARCLAYS BANK TRUST COMPANY LIMITED
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 54 Lombard Street London, EC3P 3AH, England
ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 902681105
ITEM 3. 13D-2(B), CHECK	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR WHETHER THE PERSON FILING IS A
	or Dealer registered under Section 15 of the Act
(b) /X/ Bank as (c) // Insuran	defined in section 3(a) (6) of the Act (15 U.S.C. 78c). ace Company as defined in section 3(a) (19) of the Act
(d) // Investm	S.C. 78c). Ment Company registered under section 8 of the Investment  PACT OF 1940 (15 U.S.C. 80a-8).
(e) // Investm (f) // Employe	ment Adviser in accordance with section 240.13d(b)(1)(ii)(E). the Benefit Plan or endowment fund in accordance with section (I-1(b)(1)(ii)(F).

(g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (i) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) NAME OF ISSUER ITEM 1(A). UGI CORP ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES ITEM 1(B). 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406 \_\_\_\_\_ ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS BANK (Suisse) SA \_\_\_\_\_ ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 10 rue d'Italie CH-1204 Geneva Switzerland \_\_\_\_\_\_ ITEM 2(C). CITIZENSHIP Switzerland \_\_\_\_\_ ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock \_\_\_\_\_ \_\_\_\_\_ ITEM 2(E). CUSIP NUMBER 902681105 \_\_\_\_\_\_ ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) NAME OF ISSUER ITEM 1(A). UGI CORP ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES TTEM 1(B). 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406 \_\_\_\_\_\_ ITEM 2(A). NAME OF PERSON(S) FILING

### BARCLAYS PRIVATE BANK LIMITED

ITEM 2(B). 59/60 Grosveno London, WIX 9DA	
ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES Common Stock
ITEM 2(E).	CUSIP NUMBER 902681105
ITEM 3. 13D-2(B), CHECH	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR K WHETHER THE PERSON FILING IS A
	or Dealer registered under Section 15 of the Act
,	S.C. 78o). s defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
	nce Company as defined in section 3(a) (19) of the Act S.C. 78c).
(d) // Investr	ment Company registered under section 8 of the Investment
	y Act of 1940 (15 U.S.C. 80a-8). ment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
(f) // Employe	ee Benefit Plan or endowment fund in accordance with section
	d-1(b)(1)(ii)(F).  Holding Company or control person in accordance with section
	d-1(b)(1)(ii)(G).
	ngs association as defined in section $3(b)$ of the Federal Deposnce Act (12 U.S.C. 1813).
company	ch plan that is excluded from the definition of an investment y under section 3(c)(14) of the Investment Company Act of 1940 .C. 80a-3).
·	in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 4. OWNERSE	HIP
	llowing information regarding the aggregate number and the class of securities of the issuer identified in Item 1.
(a) Amount Ber	neficially Owned: 3,211,123
(b) Percent of	f Class: 7.50%
	shares as to which such person has: sole power to vote or to direct the vote 2,816,182
(ii) s	shared power to vote or to direct the vote
	sole power to dispose or to direct the disposition of 2,816,182
	hared power to dispose or to direct the disposition of
	_

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. //

- ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

  The shares reported are held by the company in trust accounts for the
  economic benefit of the beneficiaries of those accounts. See also

  Items 2(a) above.
- ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY Not applicable
- ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP Not applicable
- ITEM 9. NOTICE OF DISSOLUTION OF GROUP  $\hbox{Not applicable}$

#### ITEM 10. CERTIFICATION

(a) The following certification shall be included if the statement is filed pursuant to section 240.13d-1 (b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

(b) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

 February 13, 2004
Date
 Signature
Nancy Yeung Manager of Global Accounting

Name/Title