

Edgar Filing: KNAUSS ROBERT H - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy)	\$ 20.48	01/01/2006	A	40,000					(1)	12/31/2015	UGI Common Stock	40,000
Performance Units	\$ 0	01/01/2006	A	7,500					(2)	12/31/2008	UGI Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships
KNAUSS ROBERT H	Director 10% Owner Officer Other VP and General Counsel

Signatures

By: Margaret M. Calabrese For: Robert H. Knauss 01/03/2006

__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) These options vest in three equal annual installments beginning on January 1, 2007.

Effective January 1, 2006, the reporting person was granted Performance Units under the UGI Corporation 2004 Omnibus Equity

(2) Compensation Plan. Each Performance Unit represents the right of the recipient to receive a share of Stock or an amount based on the value of 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.