



UGI
CORPORATION

American Gas Association
Financial Forum
May 2017



About This Presentation

This presentation contains certain forward-looking statements that management believes to be reasonable as of today's date only. Actual results may differ significantly because of risks and uncertainties that are difficult to predict and many of which are beyond management's control. You should read UGI's Annual Report on Form 10-K for a more extensive list of factors that could affect results. Among them are adverse weather conditions, cost volatility and availability of all energy products, including propane, natural gas, electricity and fuel oil, increased customer conservation measures, the impact of pending and future legal proceedings, liability for uninsured claims and for claims in excess of insurance coverage, domestic and international political, regulatory and economic conditions in the United States and in foreign countries, including the current conflicts in the Middle East, and foreign currency fluctuations (particularly the euro), changes in Marcellus Shale gas production, the availability, timing and success of our acquisitions, commercial initiatives and investments to grow our business, our ability to successfully integrate acquired businesses and achieve anticipated synergies, and the interruption, disruption, failure, malfunction, or breach of information technology systems, including due to cyber attack. UGI undertakes no obligation to release revisions to its forward-looking statements to reflect events or circumstances occurring after today. In addition, this presentation uses certain non-GAAP financial measures. Please see the appendix for reconciliations of these measures to the most comparable GAAP financial measure.

Corporate Overview



UGI Corporation is a distributor and marketer of energy products and services including natural gas, propane, butane, and electricity

Natural Gas

50% of earnings¹

- **Utilities**

UGI Utilities

Natural gas & electric utilities in Pennsylvania and Maryland

- **Midstream & Marketing**

Energy Services

Energy marketing, midstream, and power generation in the Eastern U.S.

Propane

50% of earnings¹

- **Domestic Propane**

AmeriGas (MLP, own 26%)

#1 LPG distributor in the U.S.²

- **International Propane**

UGI International

Premier LPG distributor in Europe

¹ Based on Adjusted diluted earnings per share, which is a non-GAAP measure, excluding Corporate & Other. See appendix for reconciliation.

² Largest retail propane distributor in U.S. based on volume.

Key Takeaways

- We deliver **outstanding returns** to our shareholders
- We are a balanced **growth** and **income** investment
 - 6-10% EPS Growth
 - 4% Dividend Growth
- Excellent **cash** generation; 11% CAGR of free cash flow¹ since 1999
- Track record of **disciplined capital deployment**
- Our portfolio of **growth opportunities** has never been stronger

Our Strategy

- 1 Be the preferred provider in all markets**
 - Build businesses of scale
 - Leverage our position as the last link in energy distribution
 - Protect and enhance our brands
- 2 Capitalize on synergies and leverage strengths**
 - Leverage successful programs and services across the corporation
 - Expand further into midstream
 - Seek new international markets
- 3 Grow earnings through acquisitions, capital projects, and organic growth**
 - Organic growth sets the foundation
 - Invest in adjacent geographies, leveraging our experience and products
 - Manage risk when investing in new area or product
 - Focus on cash flow, limit commodity exposure and execute

How Have We Executed on Strategy?

- Successfully invested \$8.4 billion from 2000-2016 to build our current business portfolio
 - Dramatically expanded our legacy businesses - Utilities and AmeriGas
 - Rapidly grew two major business units – Energy Services and UGI International
- Strong financial attributes of UGI’s business contributed to superior financial results
 - FY2012A – FY2017 Guidance¹ adjusted EPS CAGR of 13.0%²
 - Five year (FY2011 – FY2016) free cash flow CAGR of 15.9%²
 - 10 & 20-year average total shareholder returns of 13.0% and 16.3%, respectively, for periods ending 4/30/17.

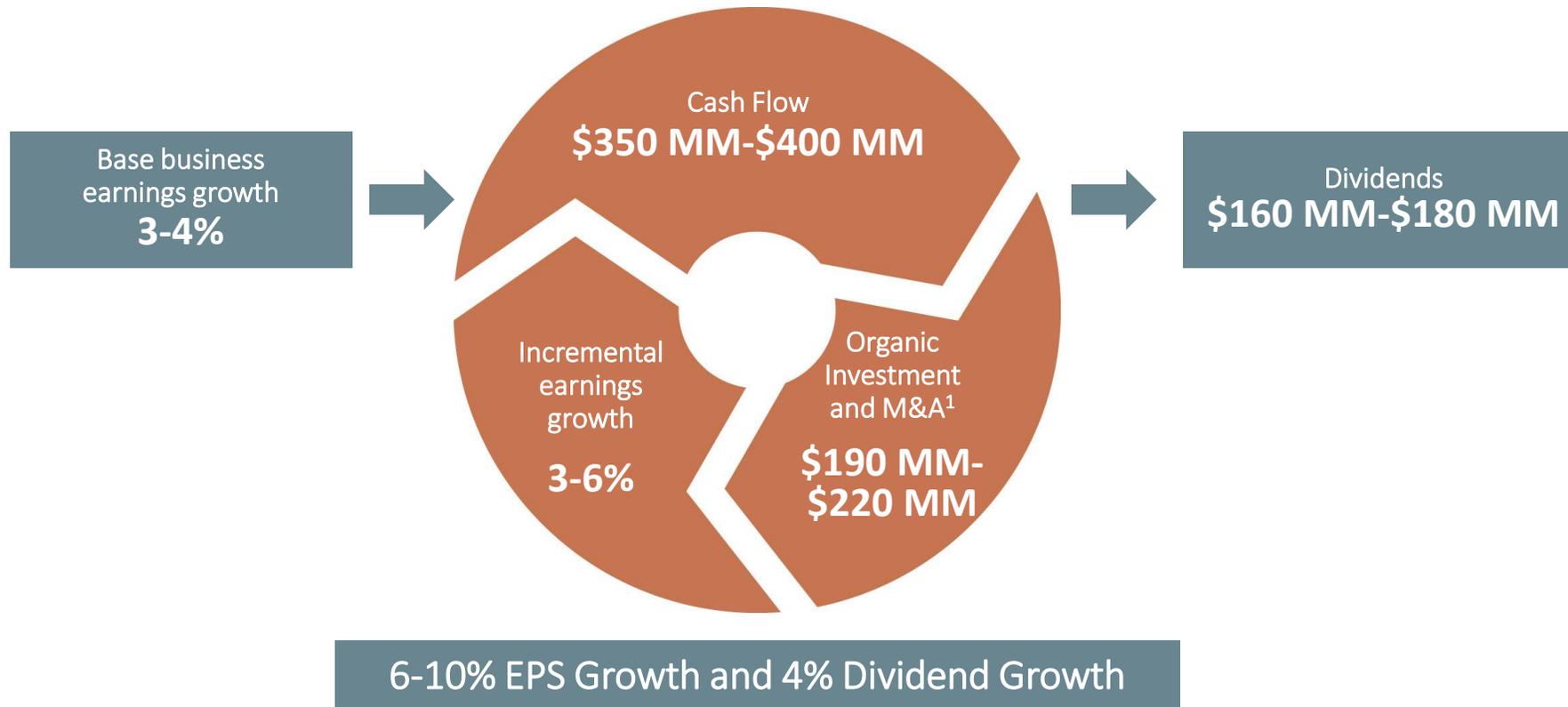
¹ Based on low-end of FY 2017 guidance range of \$2.30 – 2.45.

² Adjusted earnings per share and free cash flow are non-GAAP measures. See appendix for reconciliation.

Because we are unable to predict certain potentially material items affecting diluted earnings per share on a GAAP basis, principally mark-to-market gains and losses on commodity derivative instruments and Finagaz integration expenses, we cannot reconcile 2017 adjusted diluted earnings per share, a non-GAAP measure, to diluted earnings per share, the most directly comparable GAAP measure, in reliance on the “unreasonable efforts” exception set forth in SEC rules.

UGI Growth Engine

Income-producing businesses support disciplined growth objectives by generating cash for growth opportunities and dividends



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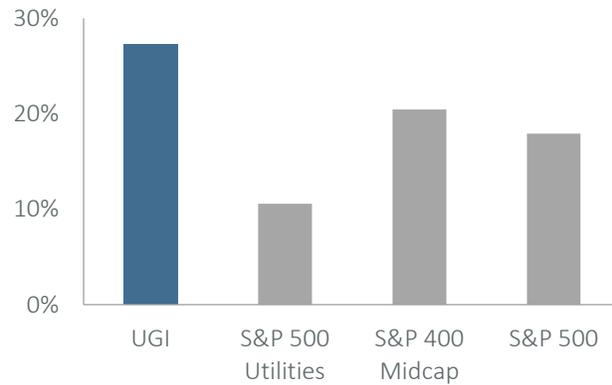
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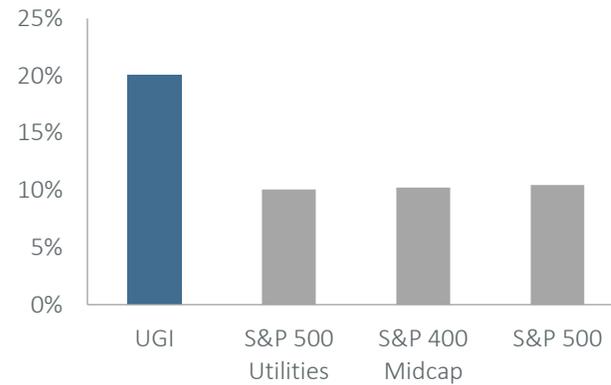
UGI Has Consistently Outperformed

Total Shareholder Return as of 4/30/17

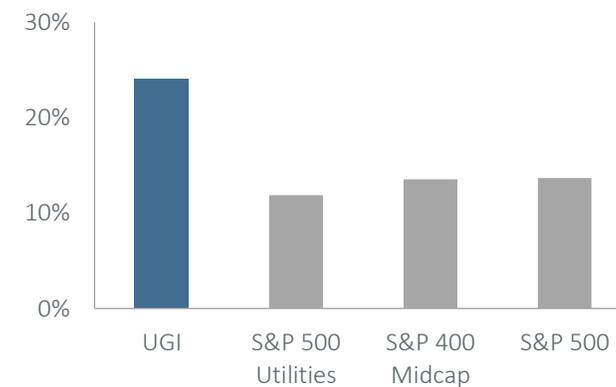
1 Year Total Return



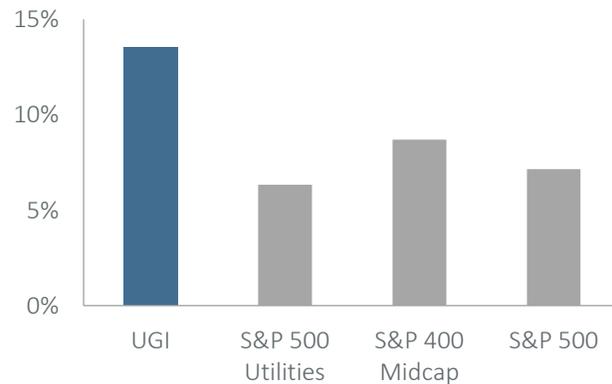
3 Year Total Return



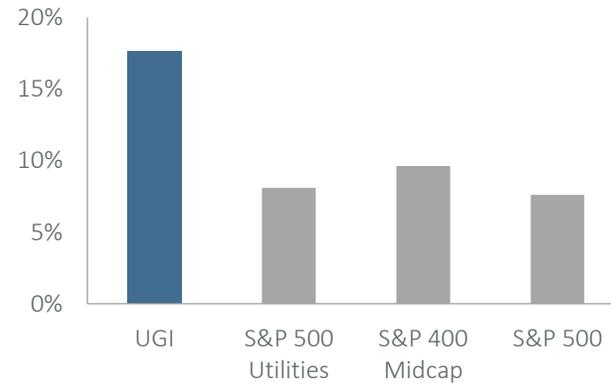
5 Year Total Return



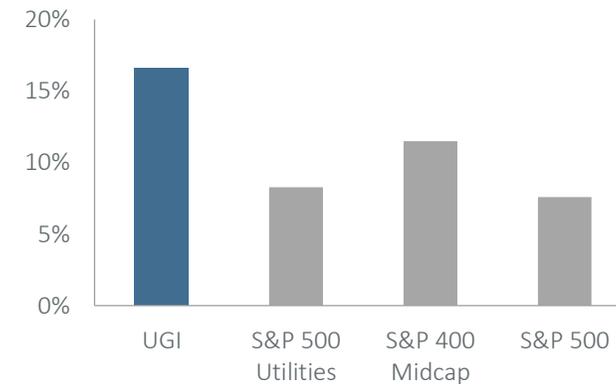
10 Year Total Return



15 Year Total Return

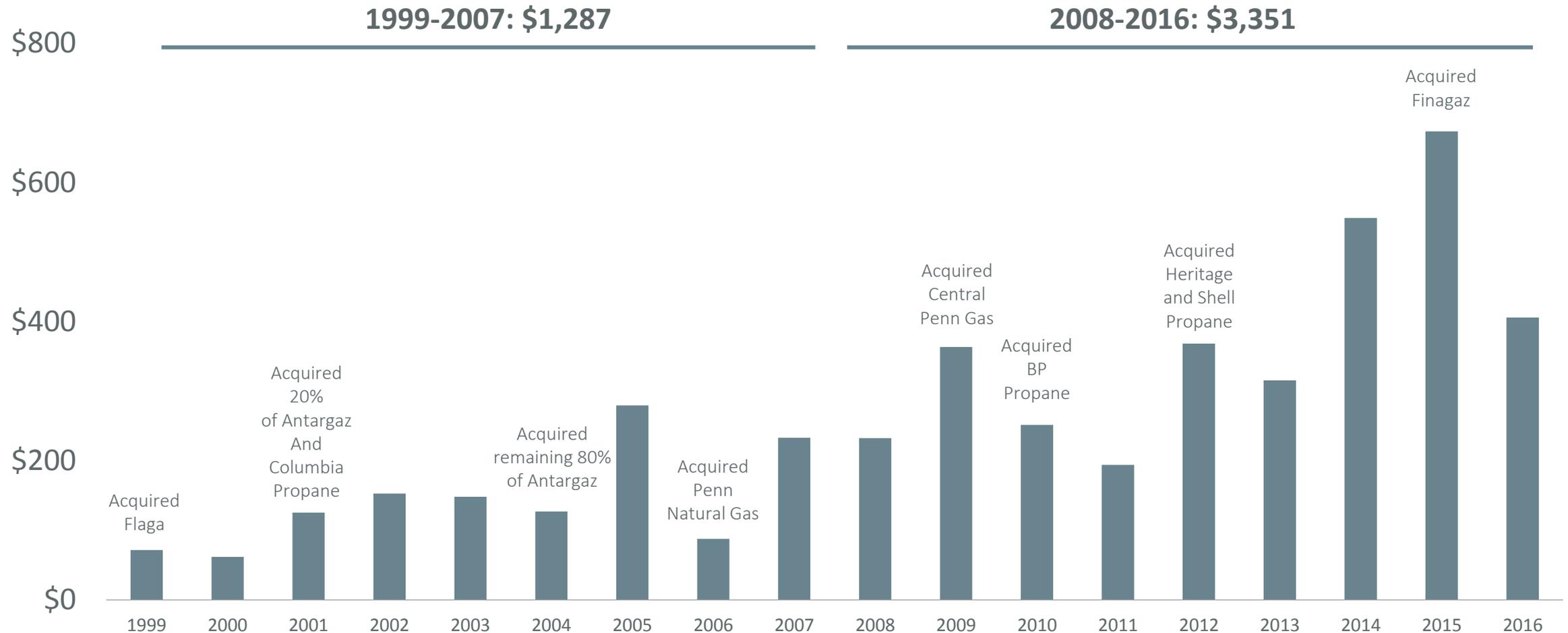


20 Year Total Return



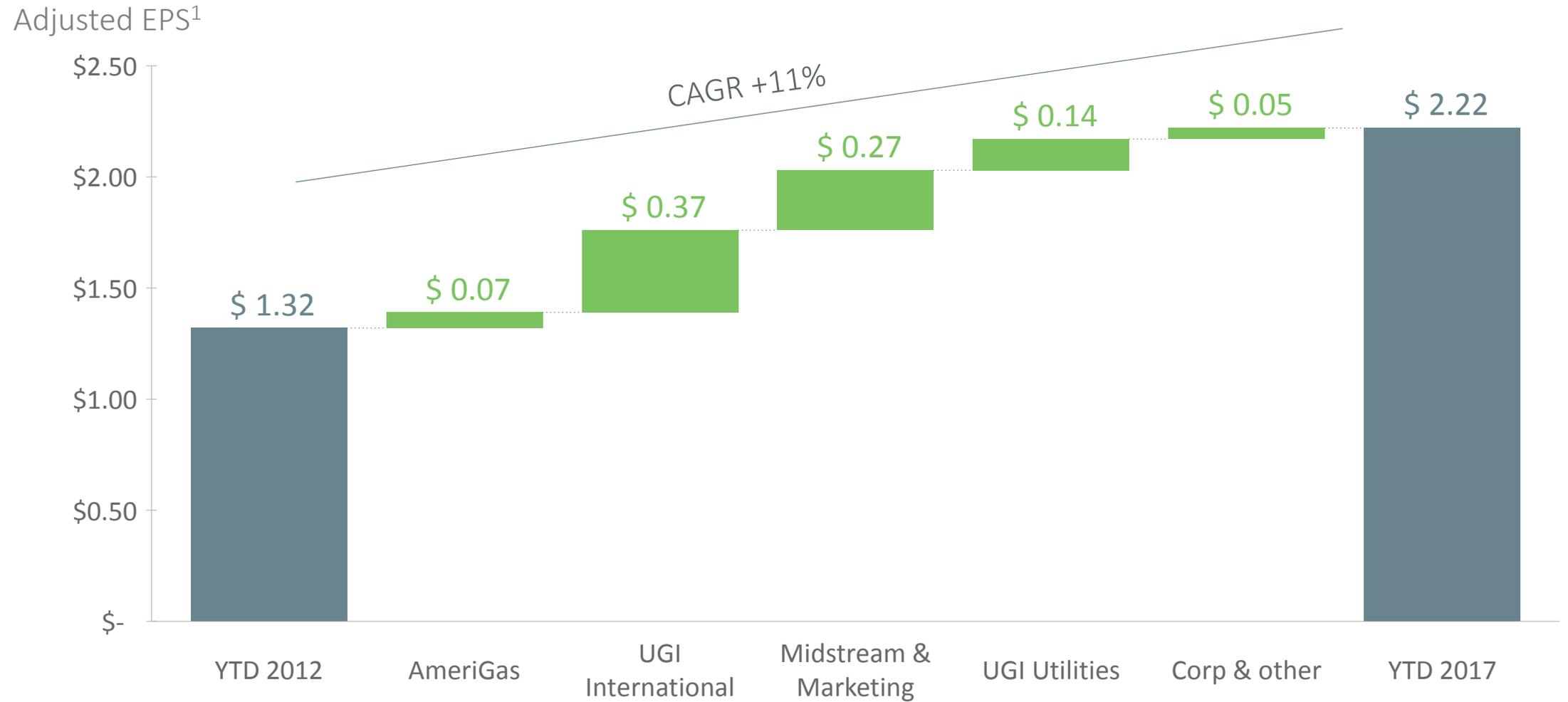
Free Cash Flow Growth¹

\$ millions



¹ Free cash flow is a non-GAAP measure representing net cash from operating activities less cash capital expenditures but prior to cash acquisition expenditures. See appendix for reconciliation.

2012 – 2017 Comparison



Reducing Weather Dependence

Midstream & Marketing

- Anticipating over 50% fee-based margin by 2020
- Increased peak day requirements driving opportunities for fixed-fee peaking services
- Pipeline contracts with take or pay provisions replace volatility-based capacity margin

AmeriGas

- ACE cylinder business is counter-seasonal
- National account volumes less correlated with weather
- Geographic diversity limits regional weather risk
- Warm weather plan controls expenses

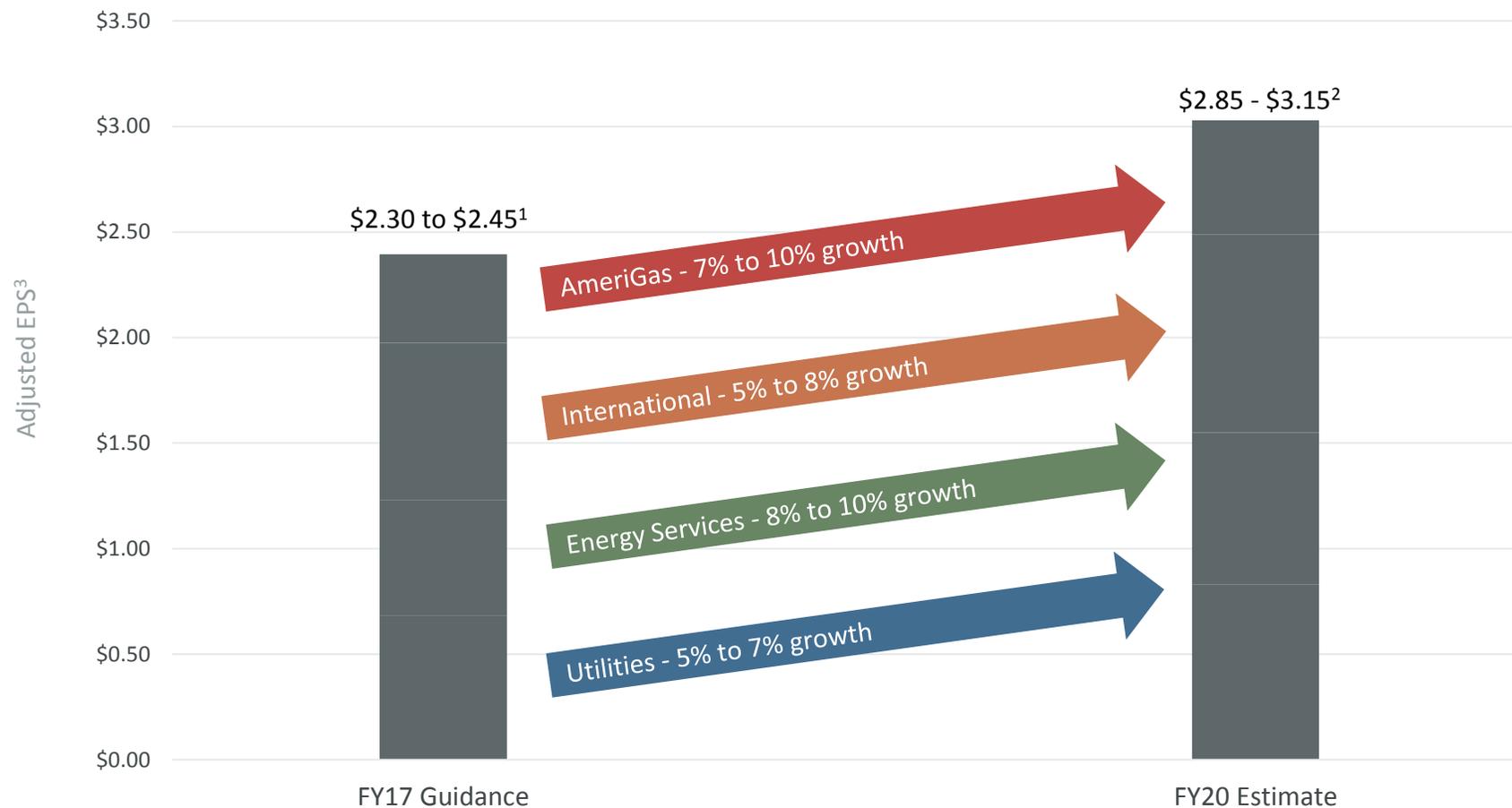
Utility

- Increasing fixed customer charges in base rate cases
- Recovery through reconcilable riders
- Adding commercial and industrial customers with higher base usage

International

- Geographic diversity limits regional weather risk
- Cylinder business supports non-heating home usage
- Industrial volumes not impacted by weather

Business Unit Growth Drives UGI Performance



¹ Guidance provided on October 12, 2016.

² Estimated using long-term EPS guidance of 6-10% from the midpoint of 2017 guidance.

³ Adjusted EPS is a non-GAAP measure. Because we are unable to predict certain potentially material items affecting diluted earnings per share on a GAAP basis, principally mark-to-market gains and losses on derivative instruments and Finagaz integration expenses, we cannot reconcile 2017 and 2020 Adjusted EPS to diluted EPS, the most comparable GAAP measure.



Business Overview

~626,000

Gas customers

~62,000

Electric customers

Service territories lie within or adjacent to the Marcellus shale reserves

Added **80,000** new customers in the last 5 years

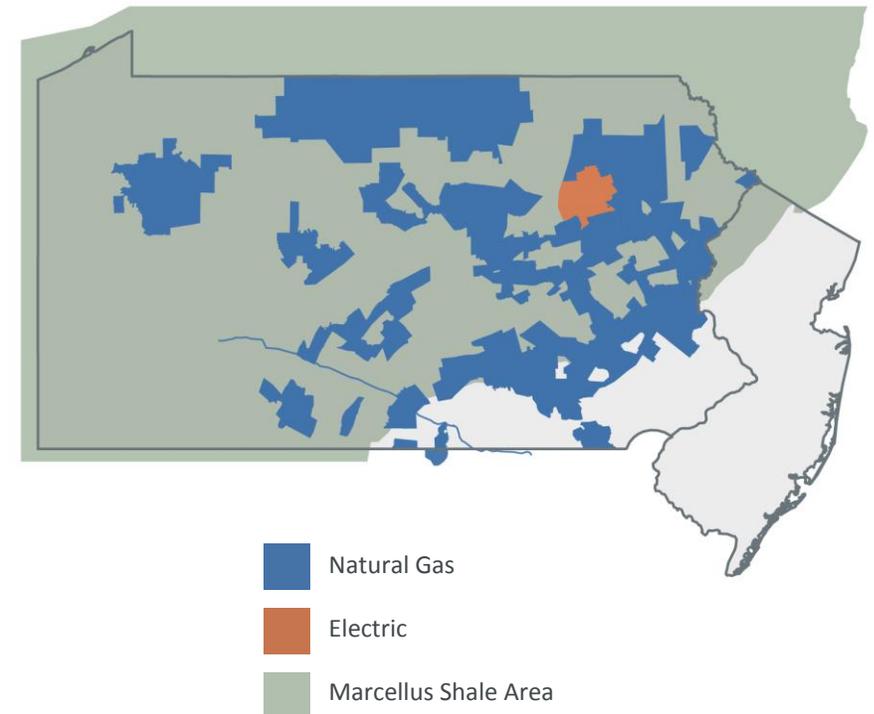
Most contemporary distribution system in Pennsylvania

Pennsylvania's **2nd Largest** gas utility¹ serving 44 of 67 counties in PA

Constructive regulatory environment

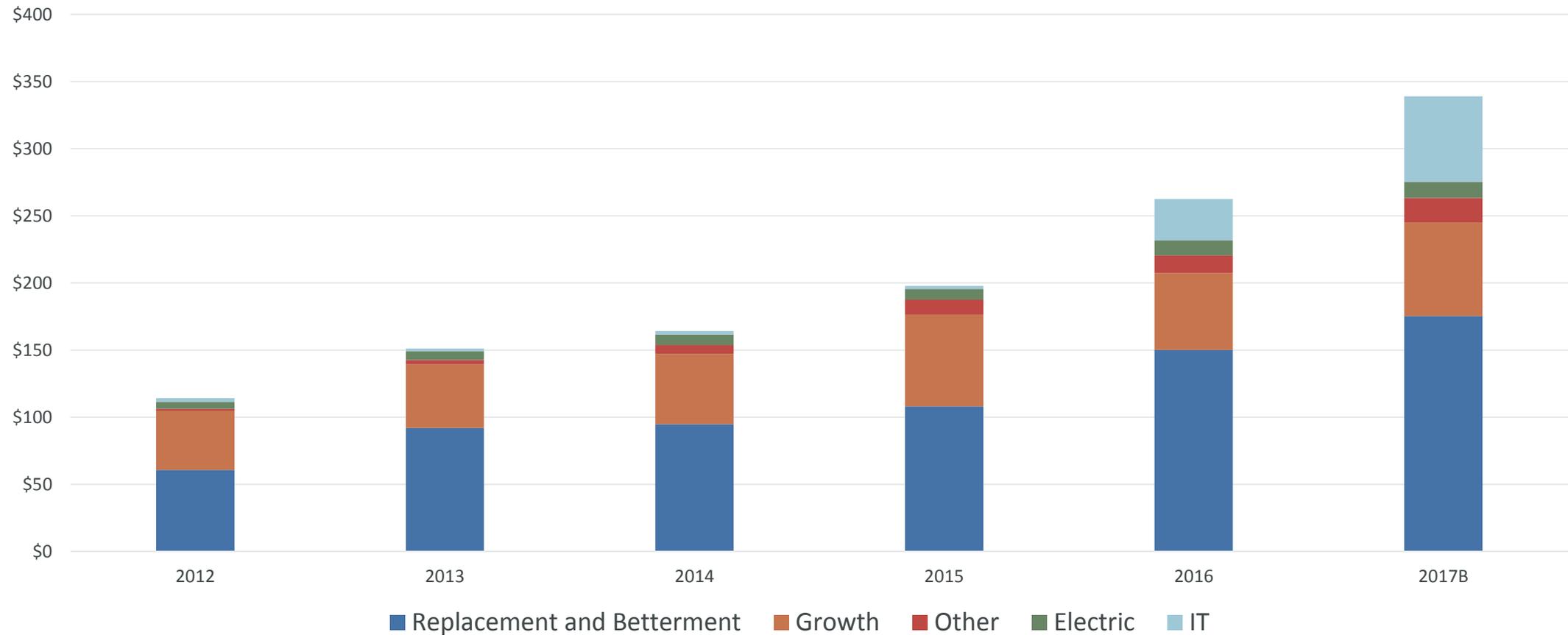
Marcellus Advantage

- Over 90% of UGI Utilities natural gas sourced from the Marcellus Shale
 - Marcellus NG priced at over 45% discount to NYMEX during FY16
- Added three power plant customers since 2010
 - Combined generation capacity of >2,000 MWs
 - Fourth scheduled in 2017 (~1,400 MWs)
- Favorable environment for economic development
- Added an average of 12,400 new residential heating and commercial customers over the past 10 years

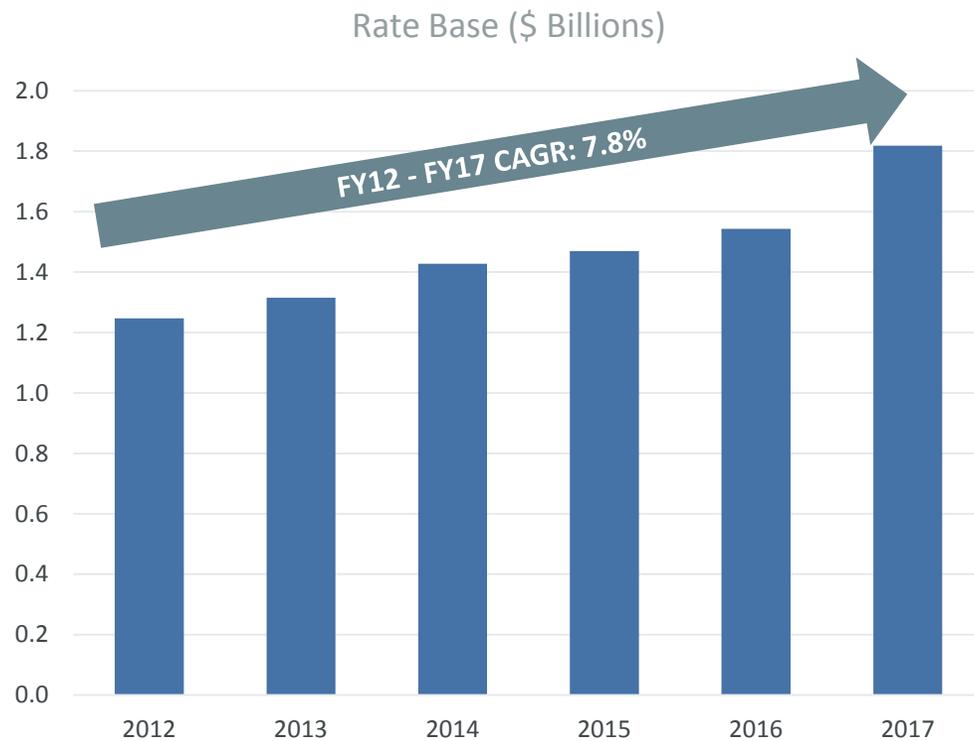


Increasing Capital Investment

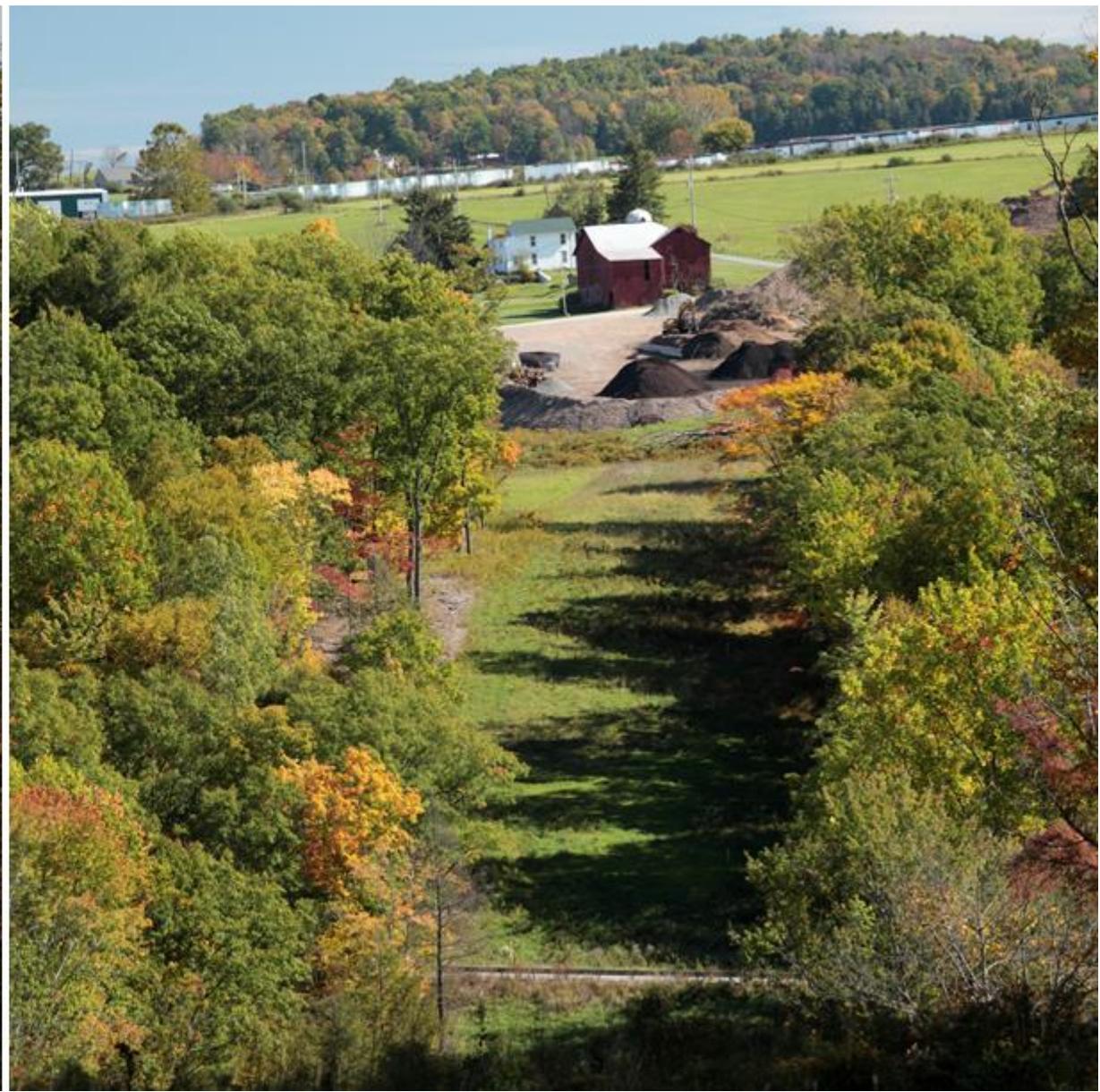
Capital Spend (\$MM)



Investment Creating Value



- Reducing regulatory lag:
 - Fully Projected Future Test Year
 - Distribution System Improvement Charge
 - Nearly 90% of FY17 investment begins recovery within 12 months
- Additional programs drive growth
 - Technology and Economic Development Rider
 - Growth Extension Tariff
 - Energy Efficiency & Conservation
- More frequent rate case cadence



Business Overview

Marketing

113

Bcf natural gas marketing in

36 LDCs

~626,000

MWhs in

20 EDCs

Midstream

200

Miles of pipeline systems

15

Bcf of natural gas storage

1.35

Bcf LNG storage, vaporization and liquefaction capacity for peaking

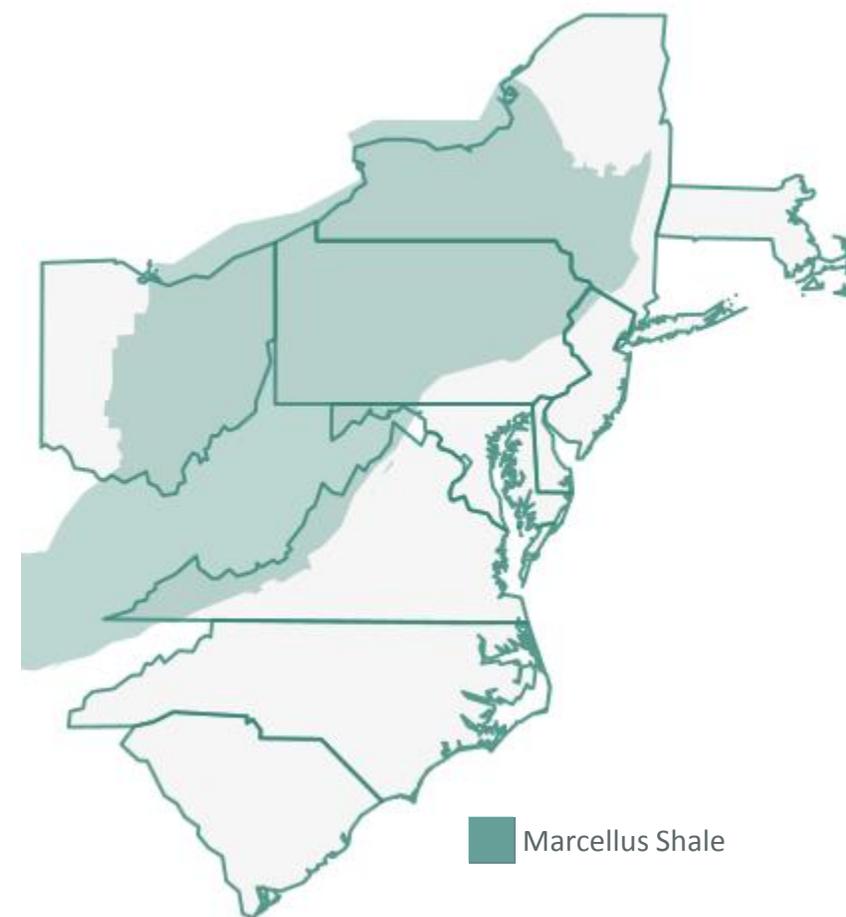
Generation

~256.5

MW of electric generation capacity

Key Messages

- Extending our Marcellus asset network with attractive new capital projects
- Broad range of investment opportunities
- Increasing fee-based revenue through peaking and pipeline capacity contracts
- Strong track record for project execution
- Well positioned to serve growing natural gas demand
- Growth initiatives support an 8-10% annual net income growth rate



Midstream Assets Overview

LNG Peaking:

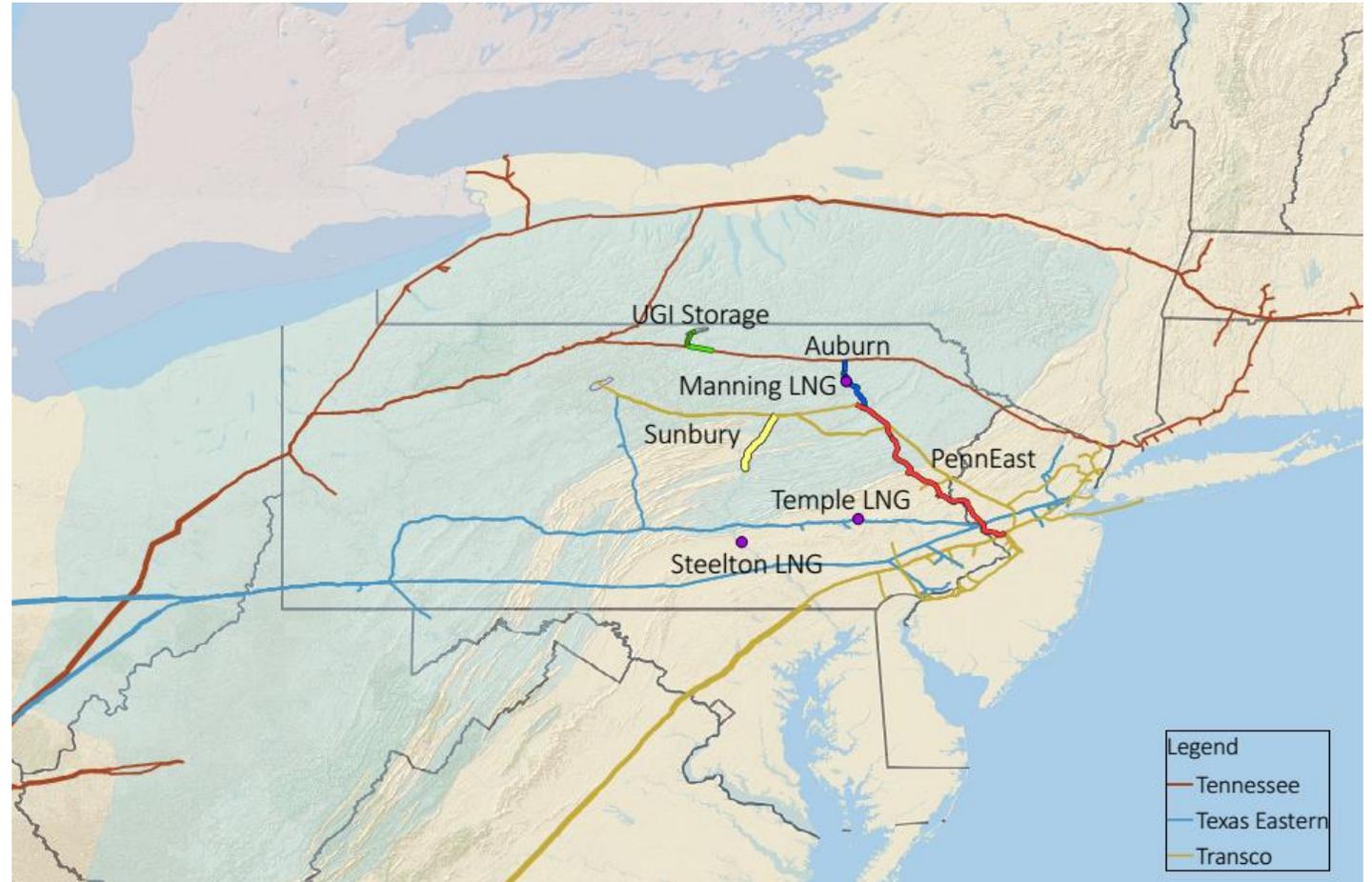
- Temple LNG (205,000 Dth/day vaporization, 1.25 BCF storage)
- Manning liquefaction (10,000 Dth/day)
- Steelton vaporization (65,000 Dth/day)

Pipelines:

- Auburn system (470,000 Dth/day)
- Sunbury pipeline (200,000 Dth/day)
- Union Dale (100,000 Dth/day)
- PennEast pipeline (1 Bcf/day)

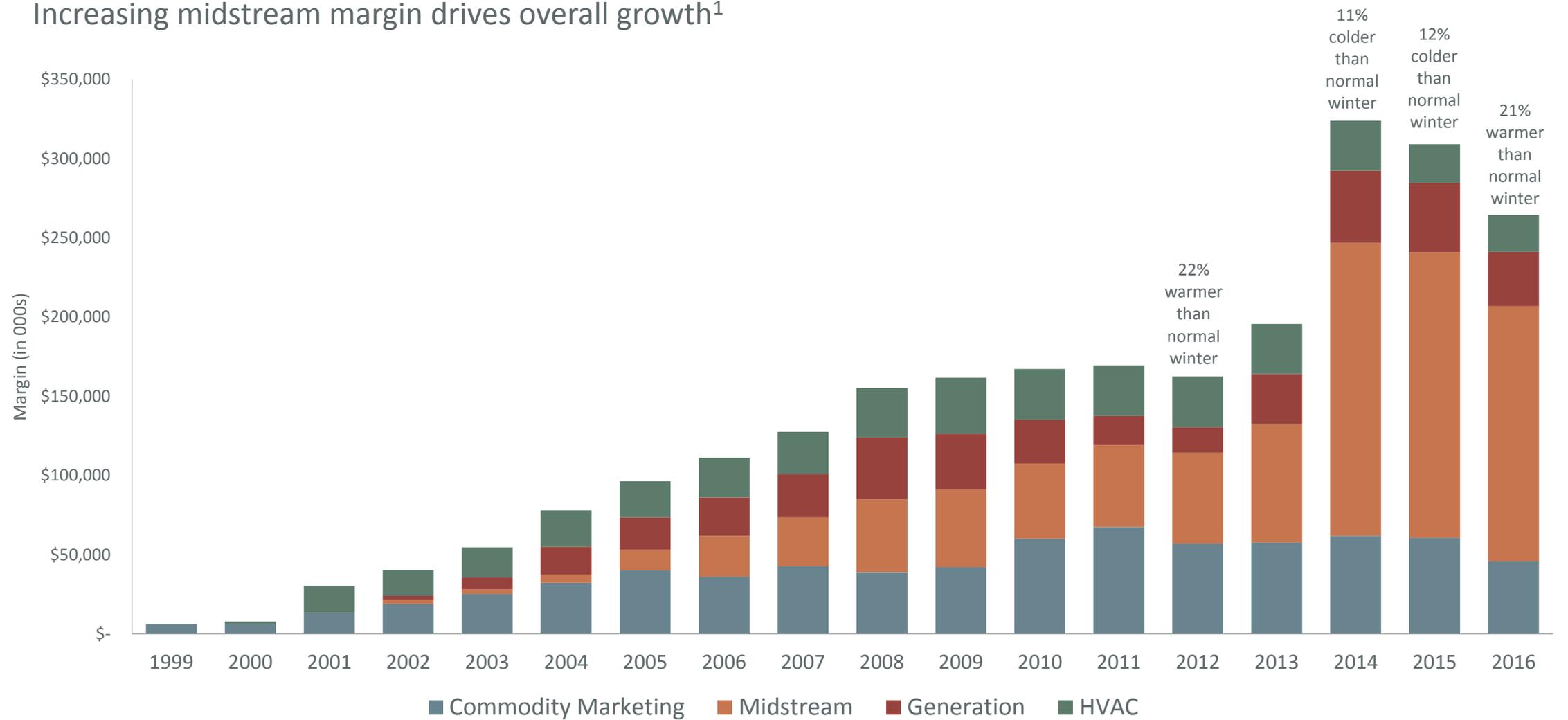
Storage:

- 15 Bcf natural gas storage



Sustainable Business Growth

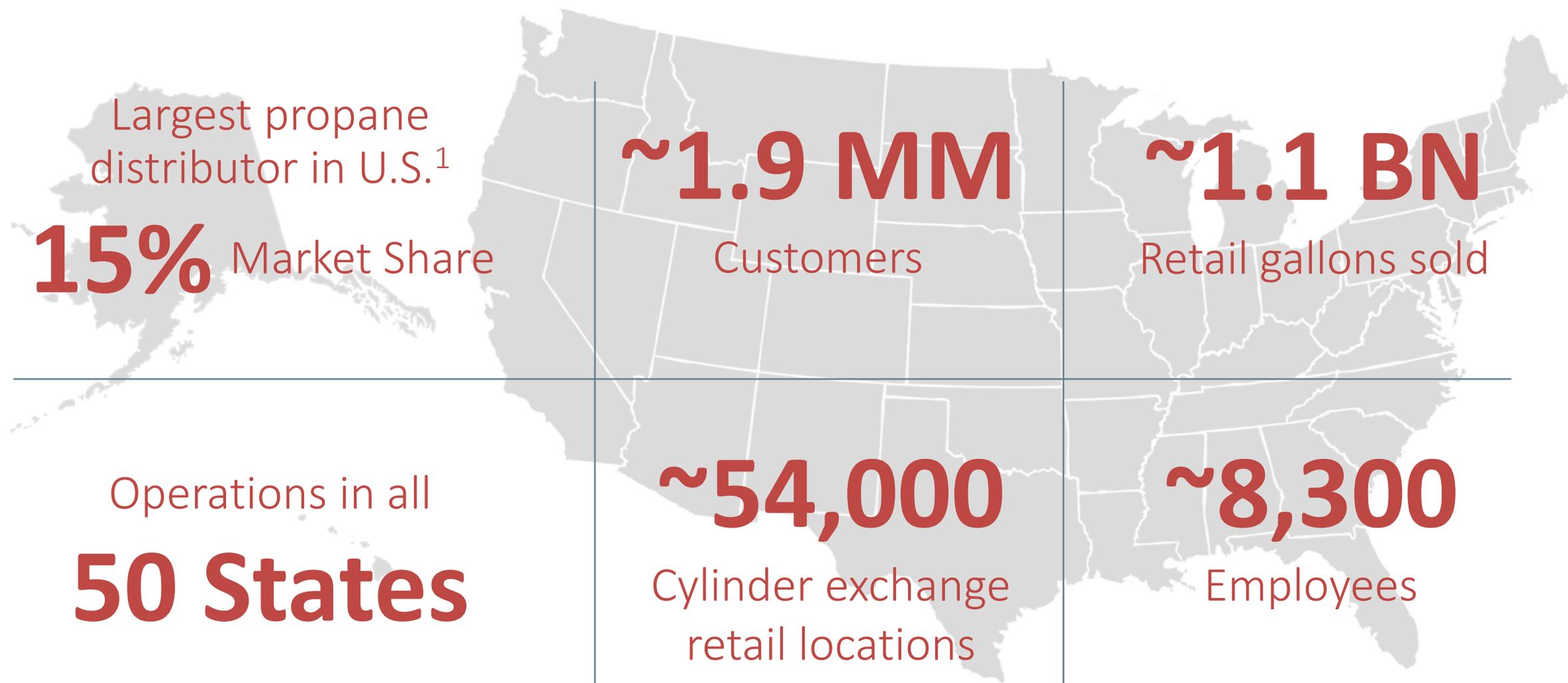
Increasing midstream margin drives overall growth¹



AmeriGas



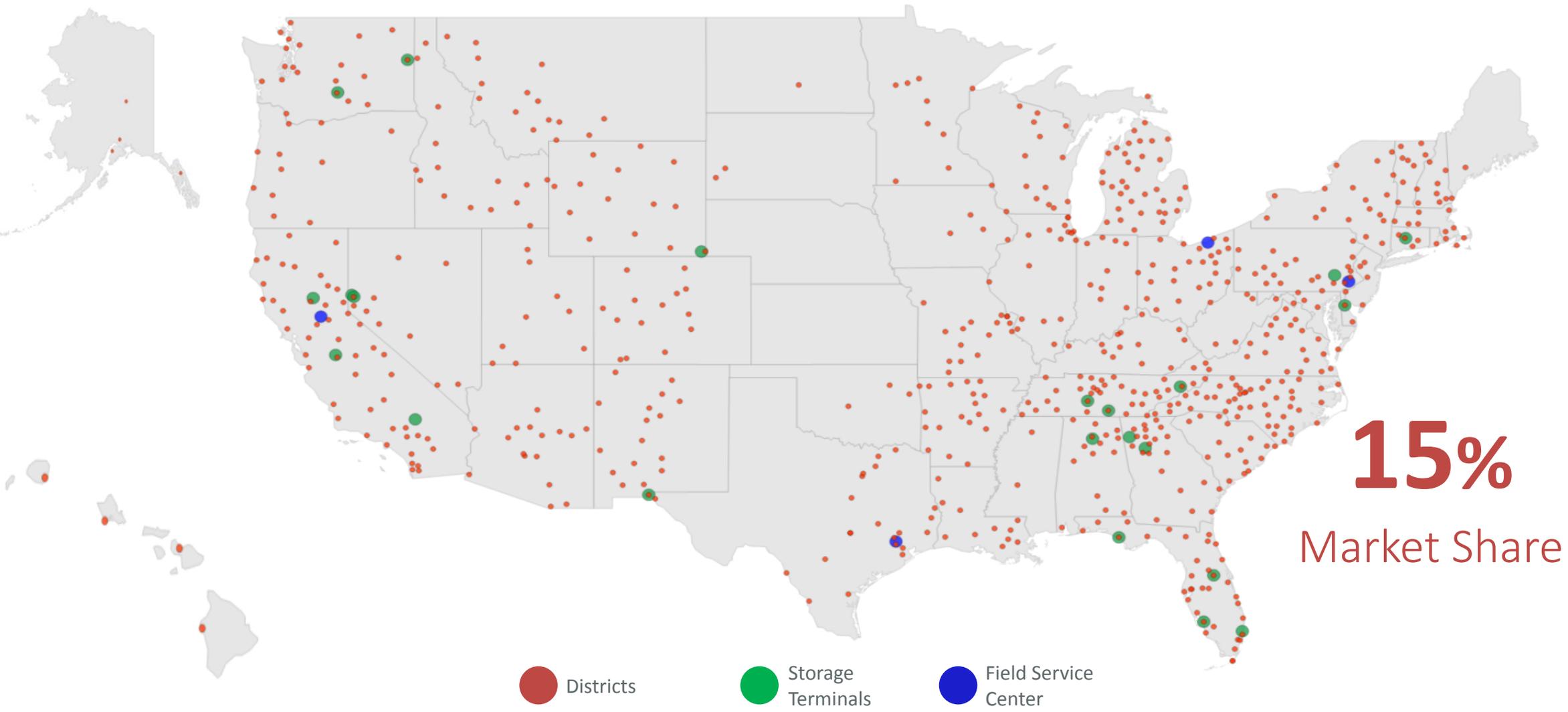
Business Overview



Competitive Advantages

- Unmatched **geographic coverage** across all 50 states
- **Significant scale** enables deployment of technology advancements
- Significant **transportation and logistics** assets
- Tested formula for successful **acquisitions**
- Demonstrated ability to **manage margins**
- Growing **cash flow**
- Strong balance sheet

Unmatched Nationwide Footprint



15%
Market Share

- Districts
- Storage Terminals
- Field Service Center

Technology Investments Across a Broad Platform

Investments in technology reduce operational costs while improving the customer experience



AmeriMobile

- Real-time field communication



AmeriGas.com

- Online bill pay
- Will-call orders



District Tools

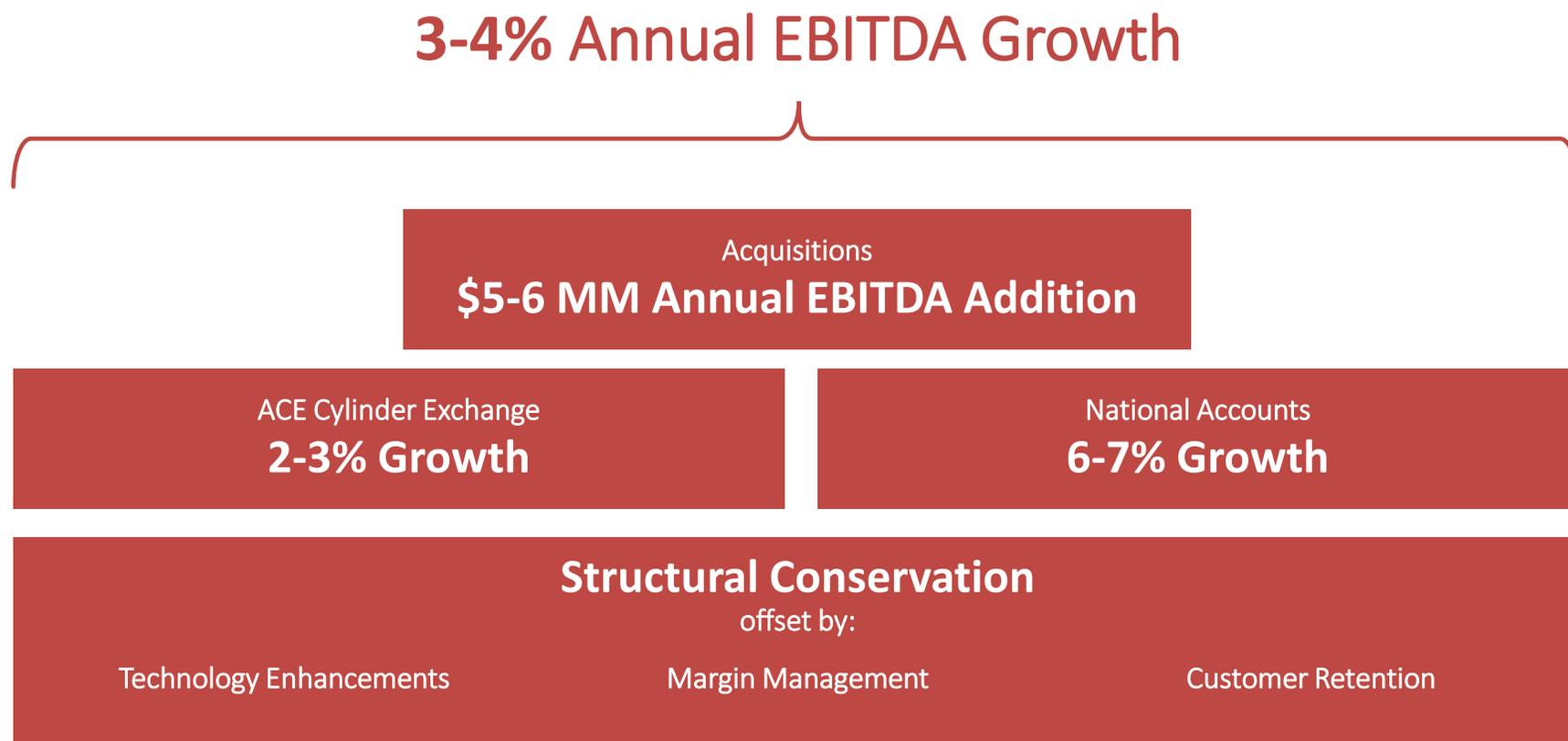
- Real-time key performance indicators



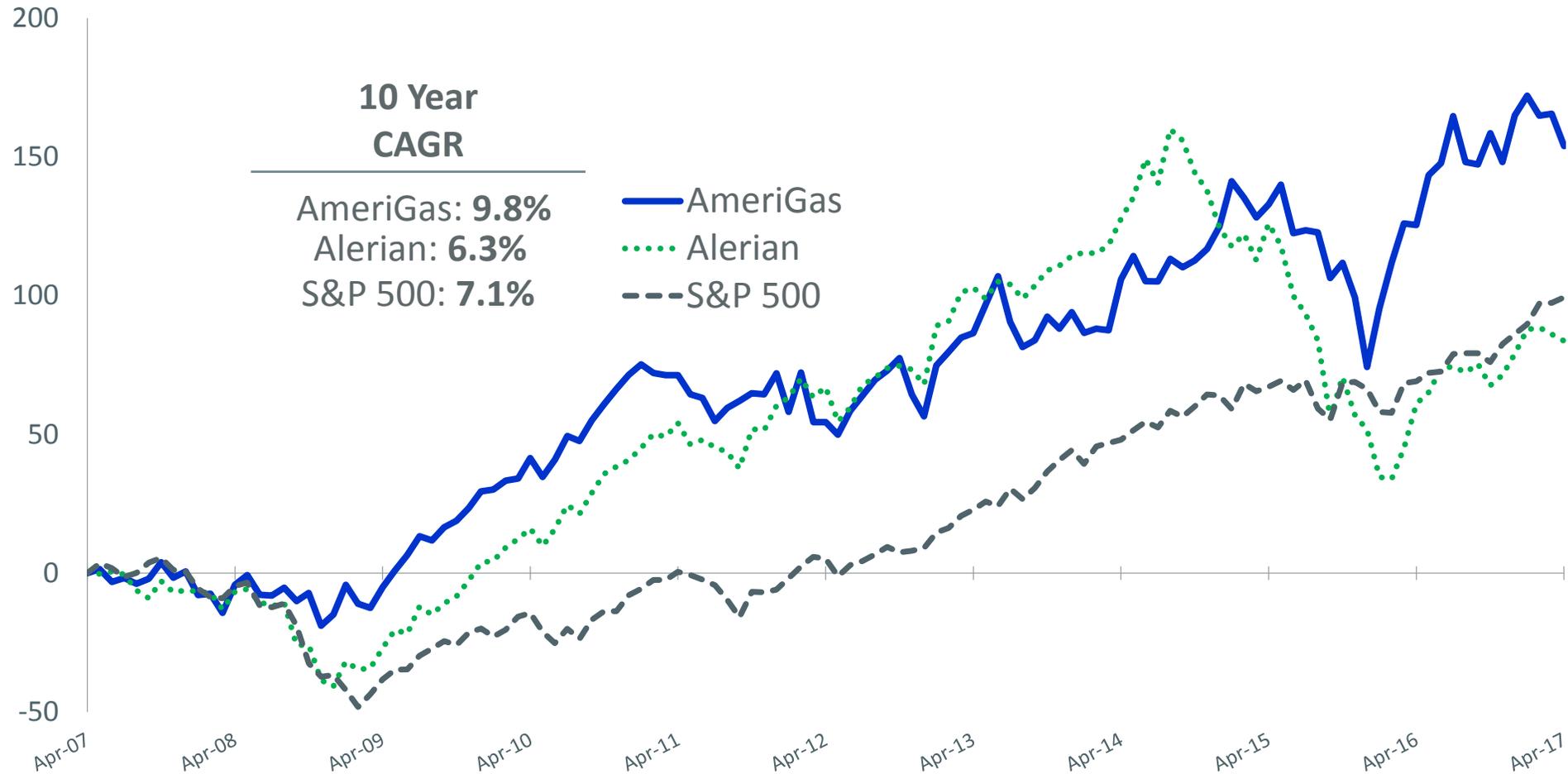
Networked Call Centers

- Re-route calls based on volume
- 24/7 Emergency Call Center

Key Drivers of Growth



Outperformance Over the Long Term





Business Overview



~19 million

Cylinders in circulation

~500,000

Customers

~65,000

Propane
distribution locations

Operations in
16 Countries

14 Languages

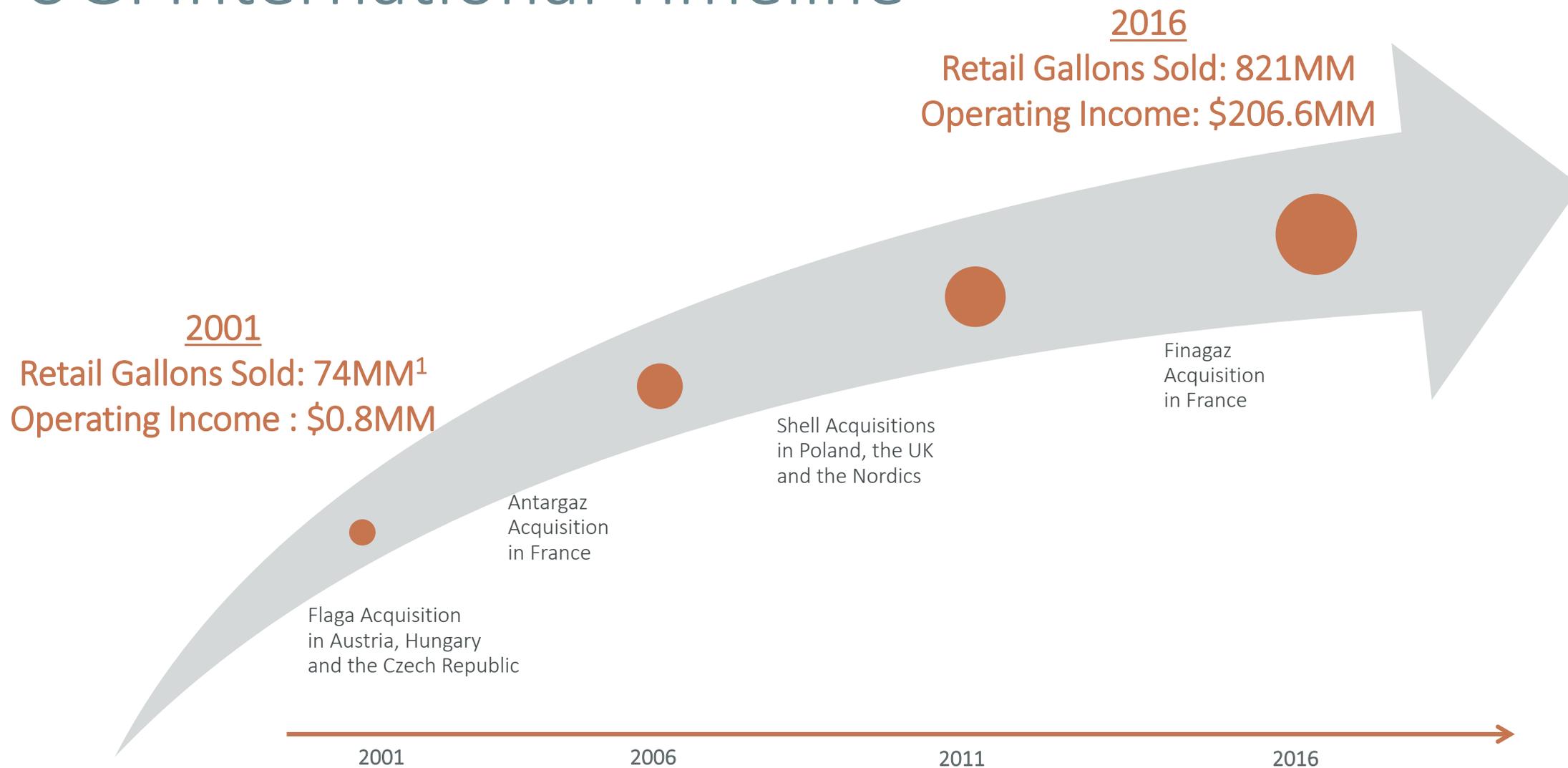
~2,755

Employees

Over
820 million

retail gallons sold in FY16

UGI International Timeline

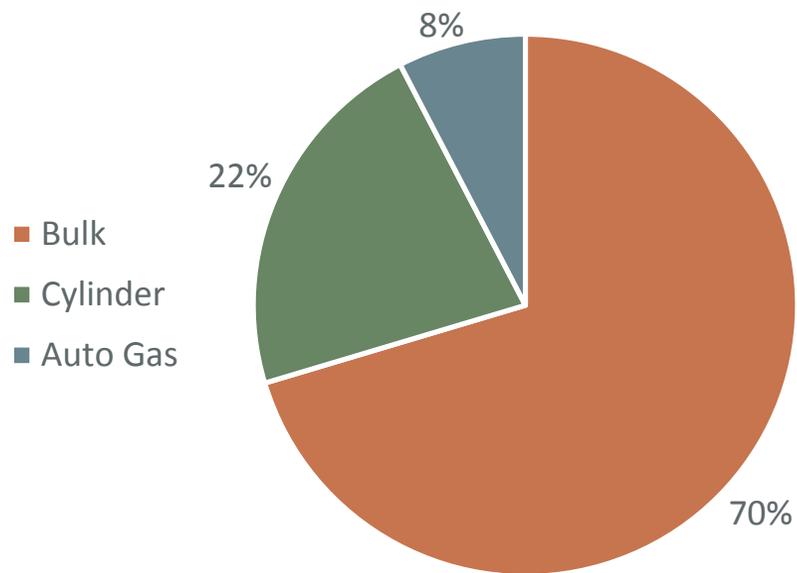


Key Messages

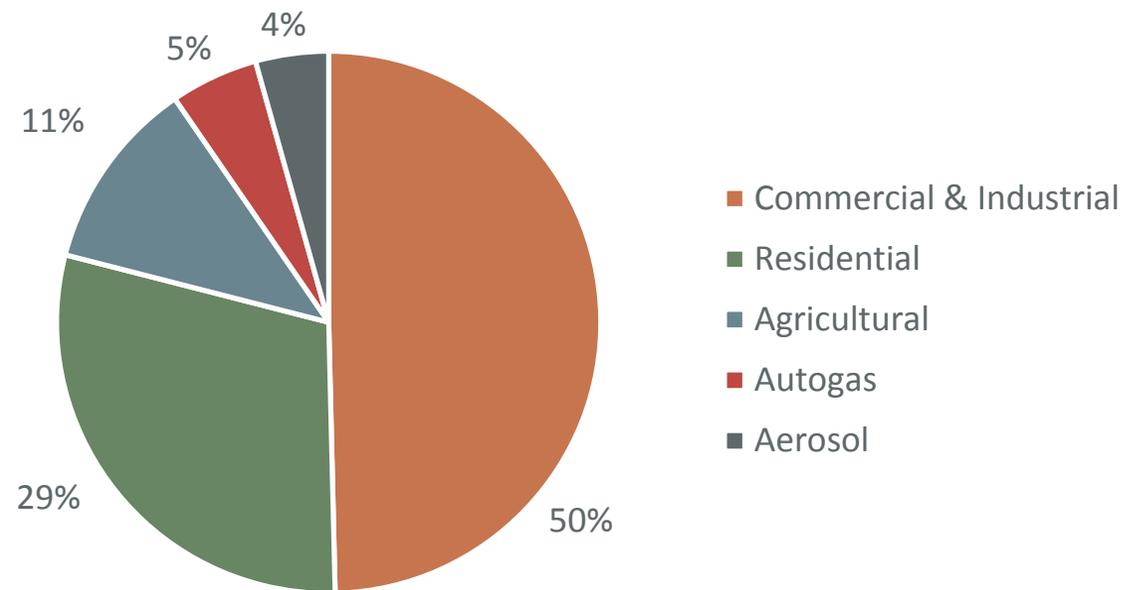
- International segment managed as one company with strong local presence
- Successful ability to identify and integrate quality assets
- Strong operational cash flow
- Track record for margin management
- Growth and integration strategies yield 5% to 8% earnings growth
 - Heating oil to LPG conversion
 - Natural gas marketing
 - Operational effectiveness and delivery of synergies
- Opportunities for additional acquisitions

Serving a Diverse Customer Base

FY16 Volume by Segment



FY16 Volume by Segment

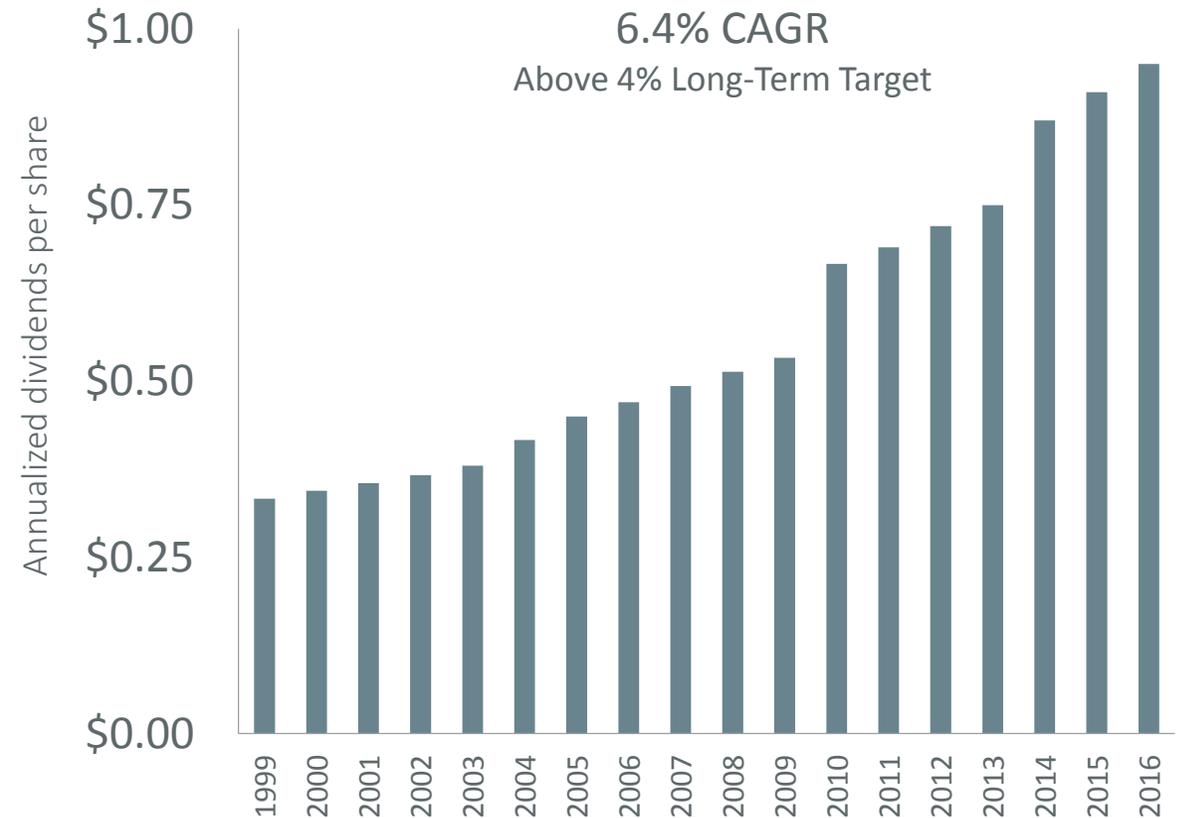
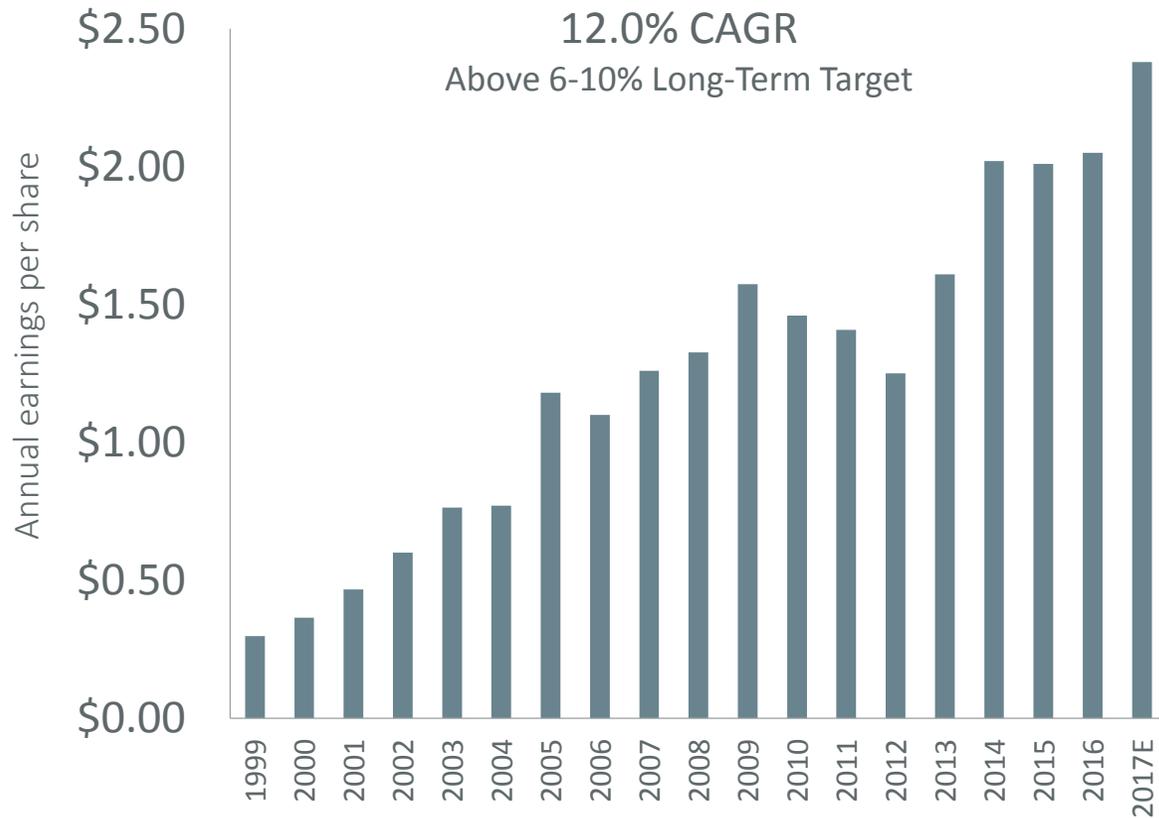


Key Takeaways

- UGI is a balanced **growth & income** investment
- Positioned to deliver **strong earnings** and cash flow growth
 - Utilities – customer growth and infrastructure investment
 - Energy Services – capitalizing on infrastructure gap and unique Marcellus asset portfolio
 - AmeriGas – ACE, National Accounts, and bolt-on acquisitions
 - UGI International – region specific growth strategies
- Proven **track record** for capital stewardship
 - \$190MM - \$220MM annual cash available for investment
- Superior **cash flow** and balance sheet enable growth

APPENDIX

Strong EPS and Dividend Growth



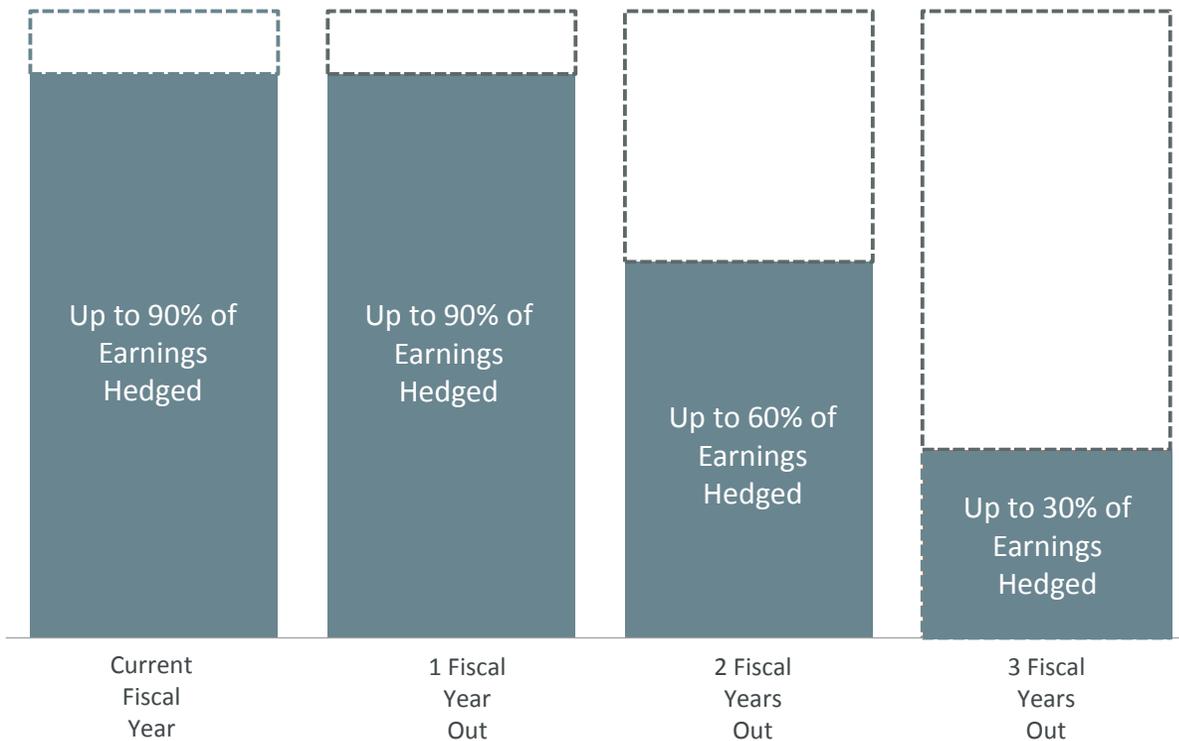
Dividends adjusted for stock splits.

EPS for 1999 – 2009 represents GAAP EPS, adjusted for stock splits.

EPS for 2010-2016 represents Adjusted EPS which is a non-GAAP measure. See appendix for reconciliation.

Currency Hedging Program

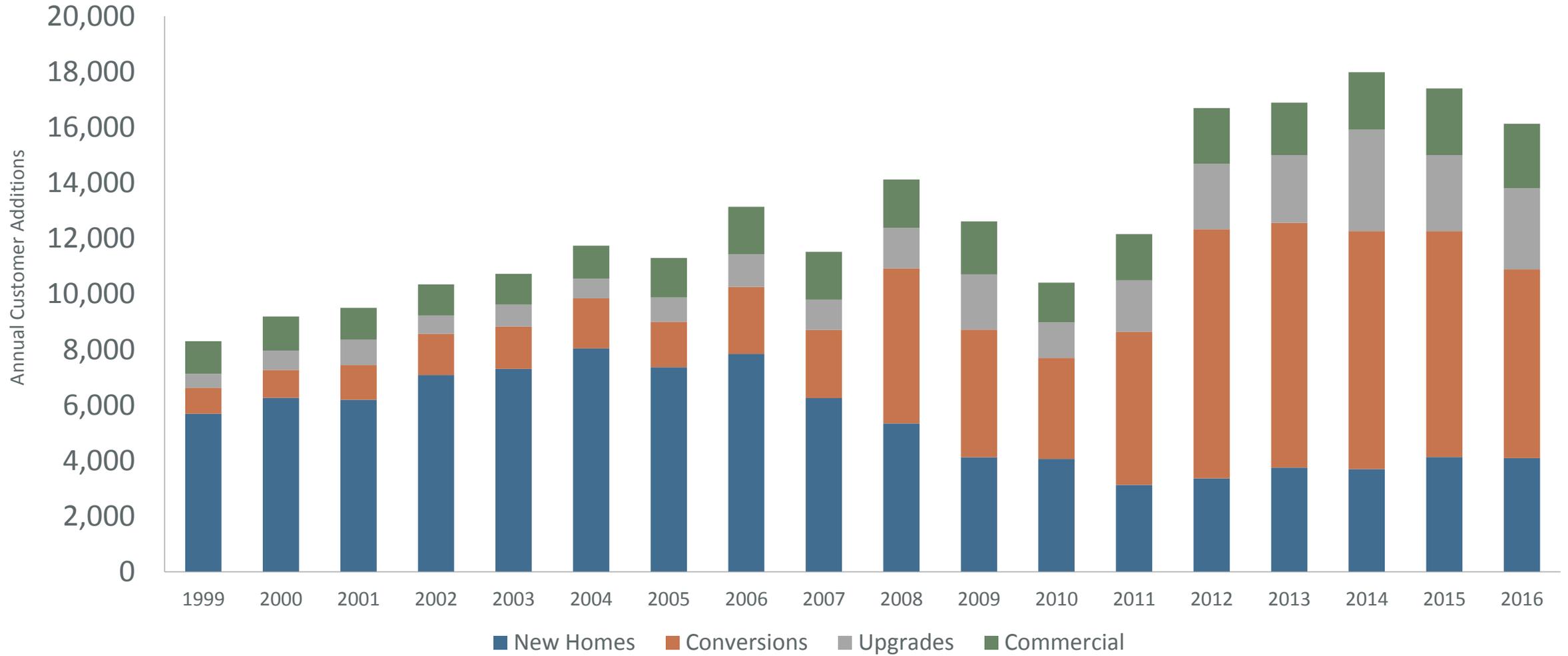
We hedge up to 90% of expected pre-tax earnings. The goal is to smooth earnings translation by layering currency hedges on a rolling annual basis.



Program considerations

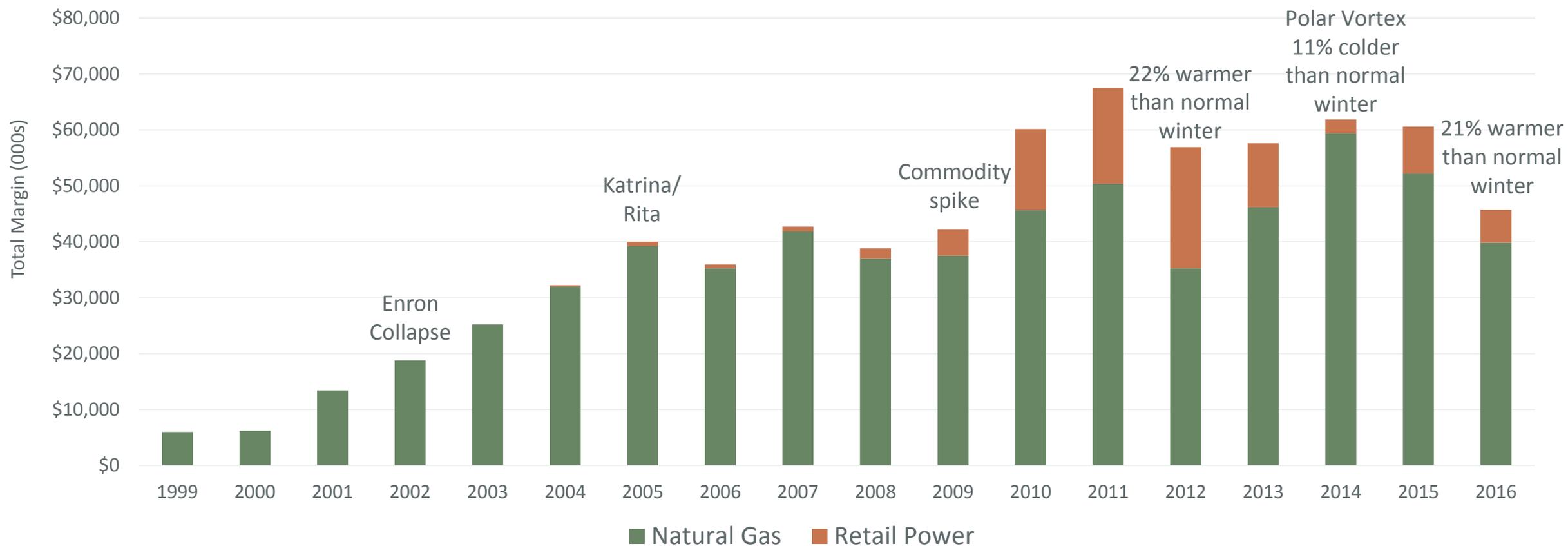
- We hedge the following currency pairs
 - EUR to USD
 - GBP to USD
- Hedging is accomplished primarily through FX forward contracts
- Hedges are initiated seasonally throughout the year
- Hedges will be marked-to-market with both unrealized and realized gains/(losses) reflected in GAAP income

Total Customer Growth



Commodity Marketing

Consistent, disciplined approach results in steady margin growth through numerous disruptive events



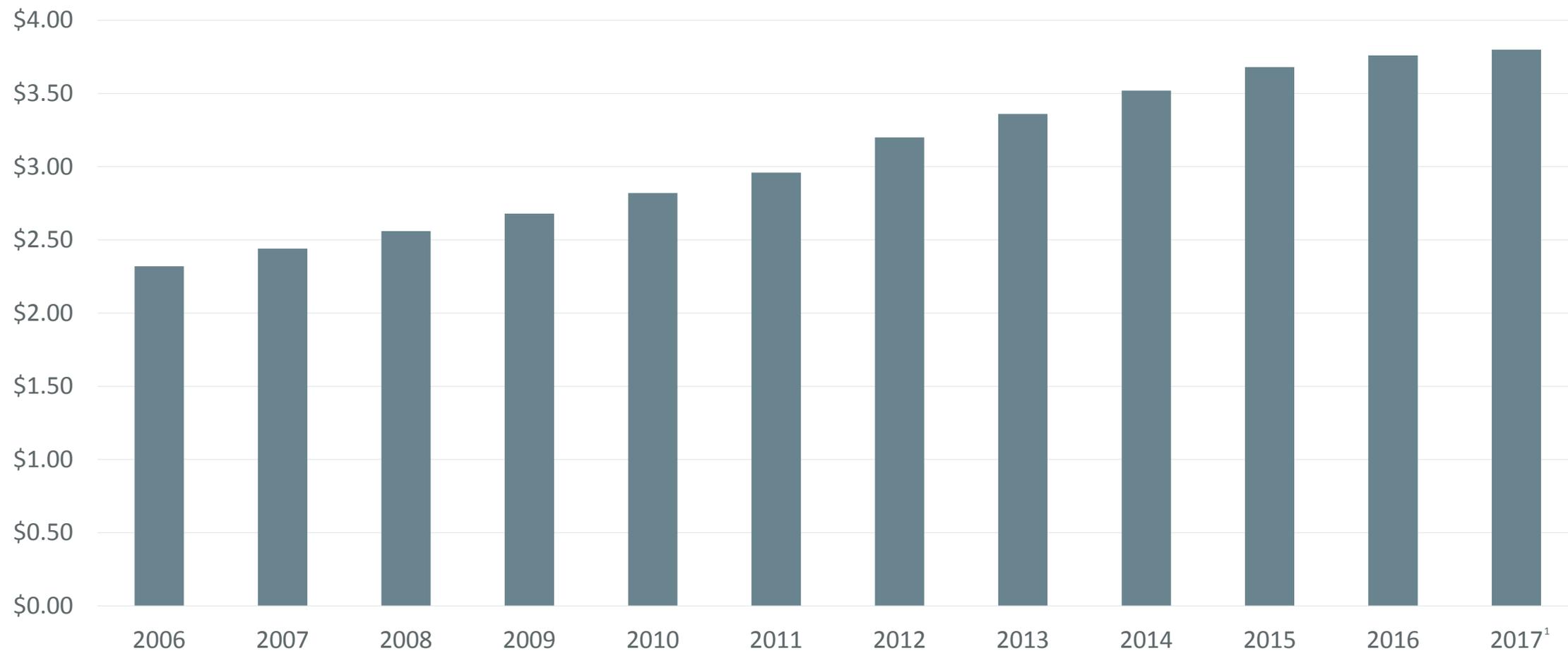
UGI Energy Services Total Margin

(\$ in millions)

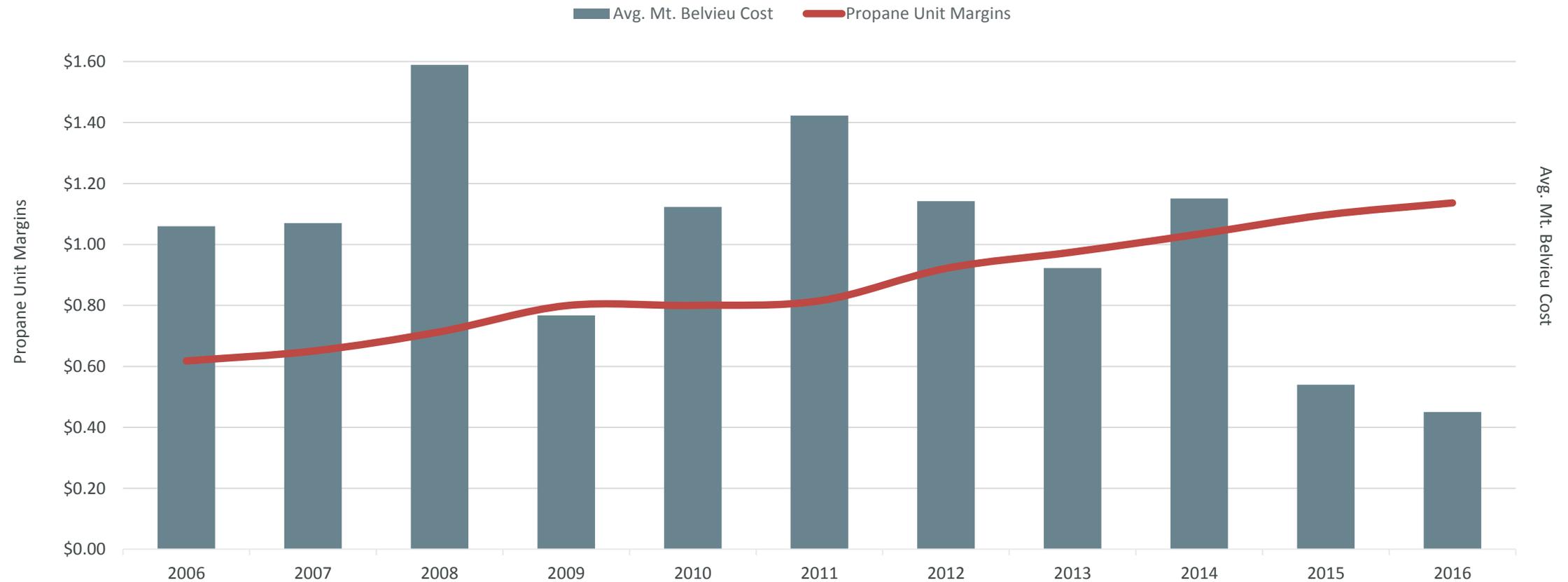
	Year Ended September 30,																		
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	
Total Revenues	\$ 90.4	\$ 150.7	\$ 409.2	\$ 380.6	\$ 714.5	\$ 1,025.4	\$ 1,420.2	\$ 1,486.5	\$ 1,409.8	\$ 1,696.4	\$ 1,309.5	\$ 1,222.6	\$ 1,155.9	\$ 942.2	\$ 1,122.8	\$ 1,473.7	\$ 1,181.4	\$ 876.6	
Total Cost of Sales	(84.4)	(143.0)	(378.8)	(340.3)	(659.9)	(947.5)	(1,323.9)	(1,375.3)	(1,282.3)	(1,541.0)	(1,147.8)	(1,055.5)	(986.5)	(779.7)	(927.3)	(1,149.8)	(872.4)	(612.2)	
Net Margin	\$ 6.0	\$ 7.6	\$ 30.4	\$ 40.3	\$ 54.6	\$ 77.9	\$ 96.3	\$ 111.2	\$ 127.5	\$ 155.3	\$ 161.7	\$ 167.1	\$ 169.4	\$ 162.5	\$ 195.5	\$ 323.9	\$ 309.0	\$ 264.4	
Margin Breakdown:																			
Commodity Marketing	\$ 6.0	\$ 6.2	\$ 13.4	\$ 18.8	\$ 25.2	\$ 32.2	\$ 40.0	\$ 36.0	\$ 42.7	\$ 38.9	\$ 42.2	\$ 60.2	\$ 67.5	\$ 56.9	\$ 57.6	\$ 61.9	\$ 60.6	\$ 45.7	
<i>Natural Gas Marketing</i>	6.0	6.2	13.4	18.8	25.2	32.0	39.3	35.3	41.8	37.0	37.5	45.7	50.4	35.3	46.2	59.4	52.2	39.8	
<i>Retail Power Marketing</i>	-	-	-	-	-	0.2	0.8	0.7	0.9	1.9	4.6	14.5	17.2	21.6	11.4	2.5	8.4	5.9	
Midstream	-	-	-	2.6	3.0	5.2	13.1	26.0	30.7	46.1	49.0	47.4	51.7	57.5	74.9	184.9	180.4	161.1	
Power Generation	-	-	-	2.6	7.4	17.5	20.5	24.1	27.5	39.2	35.0	27.7	18.2	16.0	31.5	45.5	43.6	34.2	
HVAC	-	1.4	17.0	16.3	19.0	22.9	22.7	25.1	26.6	31.2	35.5	31.9	31.9	32.1	31.5	31.7	24.4	23.3	
Net Margin	\$ 6.0	\$ 7.6	\$ 30.4	\$ 40.3	\$ 54.6	\$ 77.9	\$ 96.3	\$ 111.2	\$ 127.5	\$ 155.3	\$ 161.7	\$ 167.1	\$ 169.4	\$ 162.5	\$ 195.6	\$ 323.9	\$ 309.0	\$ 264.4	

13th Consecutive Year of Increasing Distributions

Annualized Year-End Distributions Per Unit



Unit Margin Management



Track record of unit margin growth in all cost environments

AmeriGas Adjusted EBITDA

(\$ in millions)

	Year Ended September 30,										
	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016
Net income attributable to AmeriGas Partners, L.P. (a)	\$ 91.2	\$ 190.8	\$ 158.0	\$ 224.6	\$ 165.2	\$ 138.5	\$ 11.0	\$ 221.2	\$ 289.9	\$ 211.2	\$ 207.0
Income tax expense	0.2	0.8	1.7	2.6	3.3	0.4	2.0	1.7	2.6	2.9	(1.6)
Interest expense	74.1	71.5	72.9	70.3	65.1	63.5	142.6	165.4	165.6	162.8	164.1
Depreciation and amortization	72.5	75.6	80.4	83.8	87.4	94.7	169.1	202.9	197.2	194.9	190.0
EBITDA	\$ 237.9	\$ 338.7	\$ 313.0	\$ 381.4	\$ 321.0	\$ 297.1	\$ 324.7	\$ 591.2	\$ 655.3	\$ 571.8	\$ 559.5
Add back: Loss on extinguishment of debt	17.1	-	-	-	-	38.1	13.3	-	-	-	48.9
Exclude: Acquisition and Transition Costs	-	-	-	-	-	-	46.2	26.5	-	-	-
Exclude: Hedge Mark to market impact	-	-	-	-	-	-	-	-	9.5	47.8	(66.1)
Exclude: Gain on sale of storage facilities	-	(46.1)	-	(39.9)	-	-	-	-	-	-	-
Add back: Loss on termination of interest rate hedges	-	-	-	-	12.2	-	-	-	-	-	-
Add back: Litigation Reserve adjustment	-	-	-	-	7.0	-	-	-	-	-	-
Noncontrolling Interest in net gains (Losses) on commodity derivative instruments not associated with current-period transactions and Heritage transition expenses	-	-	-	-	-	-	-	(0.3)	(0.1)	(0.4)	0.7
Heritage Pro Forma EBITDA	-	-	-	-	-	-	82.5	-	-	-	-
Adjusted EBITDA	\$ 255.0	\$ 292.6	\$ 313.0	\$ 341.5	\$ 340.2	\$ 335.2	\$ 466.7	\$ 617.4	\$ 664.7	\$ 619.2	\$ 543.0
Average Diluted LP Units Outstanding	57	57	57	57	57	57	81	93	93	93	93
EBITDA / LP Unit	\$ 4.5	\$ 5.1	\$ 5.5	\$ 6.0	\$ 6.0	\$ 5.9	\$ 5.7	\$ 6.6	\$ 7.2	\$ 6.7	\$ 5.8
Total Long Term Debt							\$ 2,328	\$ 2,300	\$ 2,292	\$ 2,283	\$ 2,360
Short Term Borrowings							50	117	109	68	153
Total Debt							\$ 2,378	\$ 2,417	\$ 2,401	\$ 2,352	\$ 2,514
Debt / EBITDA							5.1x	3.9x	3.6x	3.8x	4.6x
Interest							\$ 143	\$ 165	\$ 166	\$ 163	\$ 164
EBITDA / Interest							3.3x	3.7x	4.0x	3.8x	3.3x

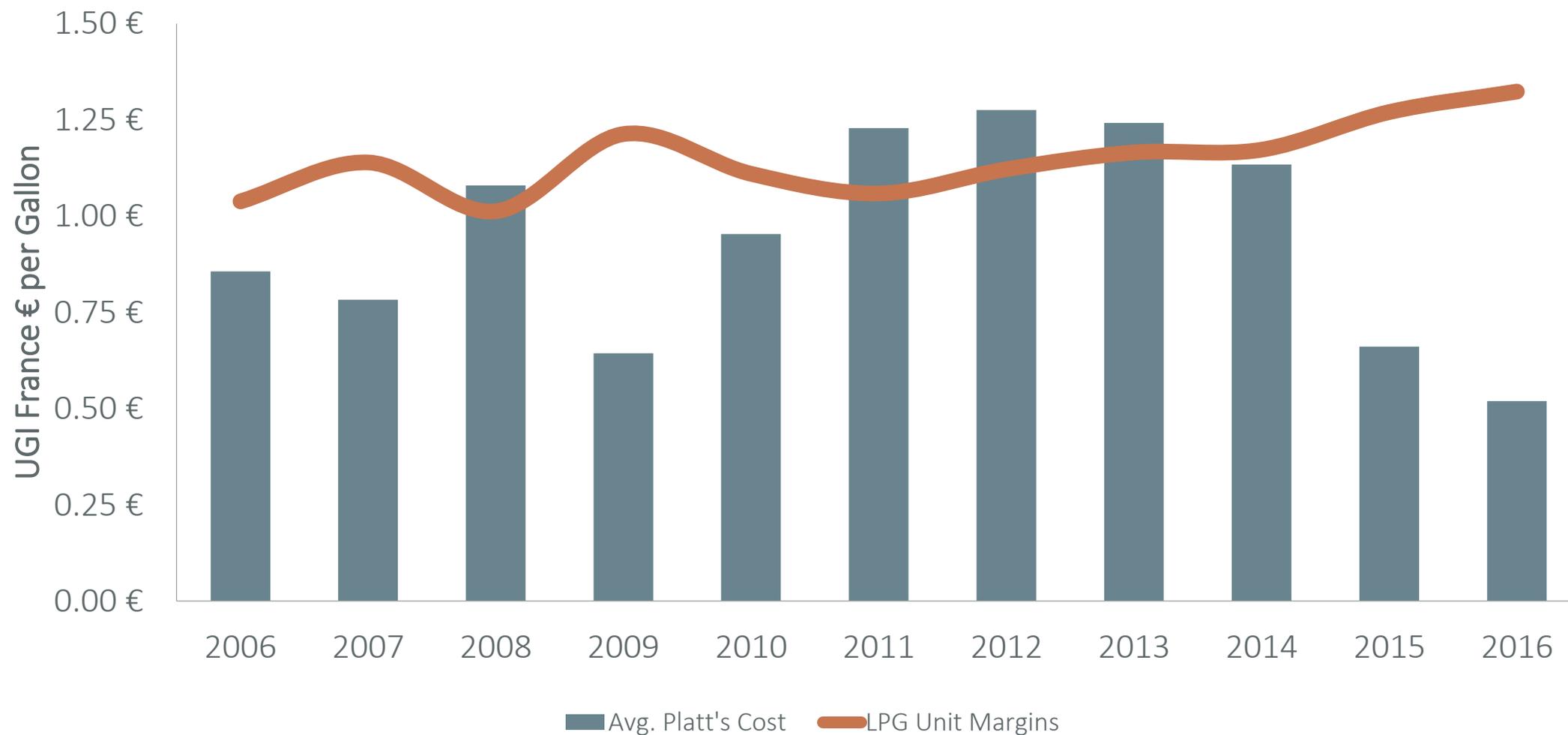
(a) As adjusted in accordance with the transition provisions for accounting for non-controlling interests in consolidated subsidiaries.

AmeriGas Unit Margin

(\$ in thousands, except per unit amounts)

	Year Ended September 30,										
	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016
Propane revenues	\$ 1,953,714	\$ 2,096,080	\$ 2,624,672	\$ 2,091,890	\$ 2,158,800	\$ 2,360,439	\$ 2,677,631	\$ 2,884,766	\$ 3,440,868	\$ 2,612,401	\$ 2,053,160
Propane cost of sales	(1,277,306)	(1,365,071)	(1,836,917)	(1,254,332)	(1,340,615)	(1,546,161)	(1,642,658)	(1,571,574)	(2,034,592)	(1,301,167)	(719,842)
Adjustment for Commodity Mark-to-Market (gain) loss	-	-	-	-	-	-	-	-	9,496	47,841	(66,079)
Total adjusted propane margin	\$ 676,408	\$ 731,009	\$ 787,755	\$ 837,558	\$ 818,185	\$ 814,278	\$ 1,034,973	\$ 1,313,192	\$ 1,415,772	\$ 1,359,075	\$ 1,267,239
Total Retail and Wholesale Gallons Sold	1,094,900	1,124,100	1,104,400	1,047,900	1,022,600	999,000	1,123,100	1,347,000	1,369,000	1,238,700	1,115,222
Average Adjusted Propane Margin per Gallon	\$ 0.62	\$ 0.65	\$ 0.71	\$ 0.80	\$ 0.80	\$ 0.82	\$ 0.92	\$ 0.97	\$ 1.03	\$ 1.10	\$ 1.14

Track Record of Margin Management



UGI France Unit Margins

(thousands)

	Year Ended September 30,										
	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016
LPG revenues	\$ 881,900	\$ 796,653	\$ 1,062,561	\$ 837,676	\$ 887,067	\$ 1,050,628	\$ 1,083,666	\$ 1,244,753	\$ 1,169,610	\$ 942,511	\$ 1,160,013
LPG cost of sales	(478,400)	(384,810)	(615,944)	(362,425)	(465,867)	(649,824)	(650,305)	(774,097)	(727,029)	(471,511)	(418,358)
Adjustment for Commodity Mark-to-Market (gain) loss	-	-	-	-	-	-	-	-	-	9,944	(14,071)
Total adjusted LPG margin (USD)	\$ 403,500	\$ 411,842	\$ 446,617	\$ 475,251	\$ 421,200	\$ 400,804	\$ 433,361	\$ 470,656	\$ 442,581	\$ 480,944	\$ 727,584
Foreign Currency Exchange Rates (Euro/USD)	1.23	1.34	1.51	1.35	1.36	1.40	1.30	1.31	1.36	1.15	1.11
Total adjusted LPG margin (Euro)	€ 327,224	€ 308,406	€ 296,261	€ 350,903	€ 310,608	€ 286,427	€ 332,758	€ 358,630	€ 326,279	€ 418,212	€ 657,678
Total Retail Tons Sold	611	525	567	561	542	524	575	596	539	639	963
Gallons/ton	516	516	516	516	516	516	516	516	516	516	516
Total Retail Gallons Sold	315,224	270,719	292,616	289,290	279,889	270,542	296,704	307,771	278,320	329,947	497,028
Average Adjusted LPG Margin per Gallon	€ 1.04	€ 1.14	€ 1.01	€ 1.21	€ 1.11	€ 1.06	€ 1.12	€ 1.17	€ 1.17	€ 1.27	€ 1.32

UGI Corporation Adjusted Earnings Per Share

	Year Ended September 30,						
	2010	2011	2012	2013	2014	2015	2016
NON-GAAP RECONCILIATION:							
Adjusted net income attributable to UGI Corporation:							
Net income attributable to UGI Corporation	\$ 251.8	\$ 245.4	\$ 210.2	\$ 278.1	\$ 337.2	\$ 281.0	\$ 364.7
Net (gains) losses on commodity derivative instruments not associated with current-period transactions (net of tax of \$(5.8), \$11.5, \$6.3, \$3.1, \$(4.5), \$(30.9), and \$13.5, respectively) (a) (b)	8.2	(17.4)	(8.9)	(4.3)	6.6	53.3	(29.9)
Integration and acquisition expenses associated with Finagaz acquired on May 29, 2015 (net of tax of \$0, \$0, \$0, \$0, \$(2.2), \$(7.7), and \$(10.6), respectively) (a)	-	-	-	-	4.3	14.9	17.3
Loss on extinguishments of debt (net of tax of \$0, \$0, \$(1.4), \$0, \$0, \$0, and \$(5.0), respectively) (a)	-	-	2.2	-	-	-	7.9
Costs associated with extinguishment of debt (net of tax of \$0, \$(6.6), \$0, \$0, \$0, \$(5.7), and \$0, respectively) (a) (c)	-	10.4	-	-	-	4.6	-
Impact of retroactive change in French tax law	-	-	-	-	5.7	-	-
Integration and acquisition expenses associated with the retail propane businesses of Energy Transfer Partners, L.P. ("Heritage Propane") acquired by the Partnership on January 12, 2012 (net of tax of \$0, \$0, \$(5.6), \$(2.8), \$0, \$0, and \$0, respectively) (a)	-	-	8.8	4.4	-	-	-
Gain on sale of Atlantic Energy (net of tax of \$19.3 in 2010)	(17.2)						
Adjusted net income attributable to UGI Corporation (d)	\$ 242.8	\$ 238.4	\$ 212.3	\$ 278.2	\$ 353.8	\$ 353.8	\$ 360.0
Adjusted earnings per common share attributable to UGI stockholders:							
UGI Corporation earnings per share - diluted	\$ 1.52	\$ 1.45	\$ 1.24	\$ 1.60	\$ 1.92	\$ 1.60	\$ 2.08
Net (gains) losses on commodity derivative instruments not associated with current-period transactions (b)	0.05	(0.10)	(0.05)	(0.02)	0.04	0.30	(0.17)
Integration and acquisition expenses associated with Finagaz acquired on May 29, 2015			-	-	0.03	0.08	0.10
Loss on extinguishments of debt		0.06	0.01	-	-	-	0.04
Costs associated with extinguishment of debt			-	-	-	0.03	-
Impact of retroactive change in French tax law			-	-	0.03	-	-
Integration and acquisition expenses associated with the retail propane businesses of Energy Transfer Partners, L.P. ("Heritage Propane") acquired by the Partnership on January 12, 2012			0.05	0.03	-	-	-
Gain on sale of Atlantic Energy	(0.11)						
Adjusted diluted earnings per share (d)	\$ 1.46	\$ 1.41	\$ 1.25	\$ 1.61	\$ 2.02	\$ 2.01	\$ 2.05

(a) Income taxes associated with pre-tax adjustments determined using statutory business unit tax rate.

(b) Includes the effects of rounding.

(c) Costs associated with extinguishment of debt in 2015 are included in interest expense on the Consolidated Statements of Income.

(d) Management uses "adjusted net income attributable to UGI" and "adjusted diluted earnings per share," both of which are nonGAAP financial measures, when evaluating UGI's overall performance. Adjusted net income attributable to UGI is net income attributable to UGI after excluding net after-tax gains and losses on commodity derivative instruments not associated with current-period transactions (principally comprising unrealized gains and losses on commodity derivative instruments), losses and costs associated with extinguishments of debt, Finagaz and Heritage Propane integration and acquisition expenses, a gain on the sale of Atlantic Energy, and the impact of a retroactive change in French tax law.

UGI Corporation 2016 Adjusted EPS by Segment

	Total	AmeriGas Propane	UGI Utilities	Midstream & Marketing	UGI International	Corporate & Other
Adjusted diluted earnings per share:						
UGI Corporation earnings per share - diluted	\$ 2.08	\$ 0.25	\$ 0.55	\$ 0.50	\$ 0.64	\$ 0.14
Net gains on commodity derivative instruments not associated with current-period transactions (a)	(0.17)					(0.17)
Loss on extinguishments of debt	0.04	0.04				
Integration expenses associated with Finagaz	0.10				0.10	
Adjusted diluted earnings per share	\$ 2.05	\$ 0.29	\$ 0.55	\$ 0.50	\$ 0.74	\$ (0.03)

(a) Includes the effects of rounding.

UGI Corporation Free Cash Flow

(\$ in millions)

	Year Ended September 30,								
	1999	2000	2001	2002	2003	2004	2005	2006	2007
Net Cash Provided By Operating Activities	\$ 141.9	\$ 132.7	\$ 203.5	\$ 247.5	\$ 249.1	\$ 260.7	\$ 437.7	\$ 279.4	\$ 456.2
Less: Expenditures for property, plant, and equipment	(70.2)	(71.0)	(78.0)	(94.7)	(100.9)	(133.7)	(158.4)	(191.7)	(223.1)
Free Cash Flow	\$ 71.7	\$ 61.7	\$ 125.5	\$ 152.8	\$ 148.2	\$ 127.0	\$ 279.3	\$ 87.7	\$ 233.1

	Year Ended September 30,								
	2008	2009	2010	2011	2012	2013	2014	2015	2016
Net Cash Provided By Operating Activities	\$ 464.4	\$ 665.0	\$ 598.8	\$ 554.7	\$ 707.7	\$ 801.5	\$1,005.4	\$1,163.8	\$ 969.7
Less: Expenditures for property, plant, and equipment	(232.1)	(301.8)	(347.3)	(360.7)	(339.4)	(486.0)	(456.8)	(490.6)	(563.8)
Free Cash Flow	\$ 232.3	\$ 363.2	\$ 251.5	\$ 194.0	\$ 368.3	\$ 315.5	\$ 548.6	\$ 673.2	\$ 405.9

UGI Adjusted Net Income and EPS

(\$ in millions)

Six Months Ended March 31, 2017	Total	AmeriGas Propane	UGI International	Midstream & Marketing	UGI Utilities	Corporate & Other
Adjusted net income attributable to UGI Corporation:						
Net income attributable to UGI Corporation	\$ 450.6	\$ 48.6	\$ 167.6	\$ 80.1	\$ 109.4	\$ 44.9
Net gains on commodity derivative instruments not associated with current period transactions (net of tax of \$34.8) (a)	(49.1)	-	-	-	-	(49.1)
Loss on extinguishments of debt (net of tax of \$(5.7)) (a)	8.9	8.9	-	-	-	-
Integration expenses associated with Finagaz (net of tax of \$(5.1))(a)	9.7	-	9.7	-	-	-
Impact from change in French tax rate	(27.4)	-	(27.4)	-	-	-
Adjusted net income (loss) attributable to UGI Corporation	\$ 392.7	\$ 57.5	\$ 149.9	\$ 80.1	\$ 109.4	\$ (4.2)

Adjusted diluted earnings per share:						
UGI Corporation earnings per share - diluted	\$ 2.55	\$ 0.27	\$ 0.95	\$ 0.45	\$ 0.62	\$ 0.26
Net gains on commodity derivative instruments not associated with current period transactions	(0.28)	-	-	-	-	(0.28)
Loss on extinguishments of debt	0.05	0.05	-	-	-	-
Integration expenses associated with Finagaz	0.05	-	0.05	-	-	-
Impact from change in French tax rate	(0.15)	-	(0.15)	-	-	-
Adjusted diluted earnings (loss) per share	\$ 2.22	\$ 0.32	\$ 0.85	\$ 0.45	\$ 0.62	\$ (0.02)

Six Months Ended March 31, 2012	Total	AmeriGas Propane	UGI International	Midstream & Marketing	UGI Utilities	Corporate & Other
Adjusted net income attributable to UGI Corporation:						
Net income (loss) attributable to UGI Corporation	\$ 211.1	\$ 37.7	\$ 81.1	\$ 30.0	\$ 81.6	\$ (19.3)
Net losses on commodity derivative instruments not associated with current period transactions (net of taxes of \$(5.5)) (a)	7.8	-	-	-	-	7.8
Loss on extinguishments of debt (net of tax of \$1.5) (a)	2.1	2.1	-	-	-	-
Integration expenses associated with Heritage (net of tax of \$1.6) (a)	2.1	2.1	-	-	-	-
Adjusted net income (loss) attributable to UGI Corporation	\$ 223.1	\$ 41.9	\$ 81.1	\$ 30.0	\$ 81.6	\$ (11.5)

Adjusted diluted earnings per share:						
UGI Corporation earnings per share - diluted	\$ 1.24	\$ 0.22	\$ 0.48	\$ 0.18	\$ 0.48	\$ (0.12)
Net losses on commodity derivative instruments not associated with current period transactions	0.05	-	-	-	-	0.05
Loss on extinguishments of debt	0.01	0.01	-	-	-	-
Integration expenses associated with Heritage	0.01	0.01	-	-	-	-
Adjusted diluted earnings (loss) per share	\$ 1.31	\$ 0.25	\$ 0.48	\$ 0.18	\$ 0.48	\$ (0.07)

(a) Income taxes associated with pre-tax adjustments determined using statutory business unit tax rates.