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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):

September 28, 2015

UGI Corporation

(Exact name of registrant as specified in its charter)

Pennsylvania

(State or other jurisdiction  
of incorporation)

1-11071

(Commission  
File Number)

23-2668356

(I.R.S. Employer  
Identification No.)

460 No. Gulph Road, King of Prussia, Pennsylvania

(Address of principal executive offices)

19406

(Zip Code)

Registrant's telephone number, including area code:

610 337-1000

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))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On September 28, 2015, the Board of Directors of UGI Corporation (the "Company") elected James B. Stallings, Jr., age 60, to serve as a Director of the Company. A Committee assignment for Mr. Stallings will be determined at a future Board meeting. Mr. Stallings will receive an annual retainer of \$80,000. In addition, it is anticipated that Mr. Stallings will receive an equity grant in January of 2016 consistent with the Company's director compensation practices.

Mr. Stallings currently serves as Managing Partner of PS27 Ventures, LLC, a private investment fund focused on technology companies, a position that he has held since 2013. Prior to his work at PS27 Ventures, Mr. Stallings spent over 25 years at IBM Corporation leading major lines of business, including the company's technology, mainframe, software, and intellectual property areas. On September 28, 2015, Mr. Stallings was also elected as a director of UGI Utilities, Inc. In addition, Mr. Stallings serves as a director of FIS (Fidelity National Information Services Corporation), a global provider of banking and payment technology, consulting and outsourcing solutions.

A copy of the Company's press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release of UGI Corporation dated September 29, 2015.

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**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

*September 30, 2015*

*By: /s/ Monica M. Gaudiosi*

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*Name: Monica M. Gaudiosi*

*Title: Vice President, General Counsel and Secretary*

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Exhibit Index

Exhibit No.	Description
99.1	Press Release of UGI Corporation dated September 29, 2015.

Contact: 610-337-1000  
Will Ruthrauff, ext. 6571  
Shelly Oates, ext. 3202

For Immediate Release  
September 29, 2015

## **UGI Corporation Elects James B. Stallings, Jr. to Its Board of Directors**

VALLEY FORGE, Pa., September 29 — UGI Corporation (NYSE:[UGI](#)) announced today that James B. Stallings, Jr. was elected a director of UGI, effective September 28, 2015. Mr. Stallings currently serves as Managing Partner of PS27 Ventures, LLC, a private investment fund focused on technology companies.

Lon Greenberg, Chairman of UGI Corporation, said, “We are excited to welcome James Stallings to our Board of Directors. James has extensive executive experience leading businesses across a diverse array of industries and in-depth experience managing enterprise-wide global technology and information systems at a large global corporation. UGI will certainly benefit from his perspective and expertise.”

Mr. Stallings, 60, has held his current position since 2013. Prior to his work at PS27 Ventures, Mr. Stallings spent over 25 years at IBM Corporation leading major lines of business, including the company’s technology, mainframe, software, and intellectual property areas. In addition, Mr. Stallings was founder, Chairman and CEO of E House, a consumer technology company, and Executive Vice President of Physician Sales & Services, Inc., a medical products supplier. In addition, Mr. Stallings is a director of FIS (Fidelity National Information Services Corporation), a global provider of banking and payment technology, consulting and outsourcing solutions.

Mr. Stallings holds a Bachelor of Science degree from the U.S. Naval Academy and served as an officer in the U.S. Marine Corps.

### **About UGI**

UGI is a distributor and marketer of energy products and services. Through subsidiaries, UGI operates natural gas and electric utilities in Pennsylvania, distributes propane both domestically and internationally, manages midstream energy and electric generation assets in Pennsylvania, and engages in energy marketing in the Mid-Atlantic region. UGI, through subsidiaries, is the sole General Partner and owns 26% of AmeriGas Partners, L.P. (NYSE:[APU](#)), the nation’s largest retail propane distributor.

Comprehensive information about UGI Corporation is available on the Internet at <http://www.ugicorp.com>.

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