

**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, 2022**

**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**  
(IRS Employer  
Identification No.)

**460 North Gulph Road, King of Prussia, PA 19406**  
(Address of Principal Executive Offices) (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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, without par value	UGI	New York Stock Exchange
Corporate Units	UGIC	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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

On September 28, 2022, John L. Walsh informed the Corporate Governance Committee and the Board of Directors of UGI Corporation (the “Company”) of his intent to retire from the Company’s Board of Directors, effective as of the Annual Meeting of Shareholders to be held in January 2023. Mr. Walsh served as the Company’s Chief Executive Officer (beginning in 2013) and as President (beginning in 2005) until his retirement in June 2021. Mr. Walsh previously served as the Company’s Chief Operating Officer from 2005 to 2013 and as the President and Chief Executive Officer of UGI Utilities, Inc. (“Utilities”), a subsidiary of the Company, from 2009 to 2011. He also served as a Director and Vice Chair of Utilities from 2005 to 2021. Prior to joining UGI, Mr. Walsh held various senior management positions at the BOC Group plc (an industrial gas company) from 1986 to 2005.

The Company thanks Mr. Walsh for his commitment, guidance and leadership throughout his years of service as an executive and as Director. A copy of the press release is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

Exhibit Number	Description
99.1	<a href="#">Press Release of UGI Corporation dated September 30, 2022.</a>
104	Cover Page Interactive Data File (formatted as inline XBRL)

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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, 2022*

*By: /s/ Jessica A. Milner*

*Name: Jessica A. Milner*

*Title: Assistant Secretary*

## **John L. Walsh to Retire from UGI's Board of Directors**

September 30, 2022

VALLEY FORGE, PA, Sep. 30, 2022— UGI Corporation (NYSE: UGI) announced today that John L. Walsh will retire from the UGI Board at the annual meeting of shareholders to be held in January 2023.

Frank S. Hermance, UGI's Chair of the Board of Directors, stated, "On behalf of the entire UGI Board, I would like to thank John for his guidance, leadership and many years of dedicated service as an executive and as a member of the Board. We are particularly grateful to John for ensuring a smooth and successful CEO transition to Roger Perreault and his thoughtful contributions in the boardroom. While we will miss John's valuable insights, we wish him a happy and healthy retirement."

Roger Perreault, UGI's President and CEO, commented, "I am grateful to John for his guidance and mentorship throughout the years and appreciate the example John set everyday with his unwavering commitment to our shareholders, employees, customers and other stakeholders. I will personally miss having John as a member of the Board, but wish him all the best in his well-deserved retirement."

Reflecting on his many years as a Director of UGI, Mr. Walsh remarked, "It has been an honor to serve on the UGI board for the past 17 years. It is an outstanding and insightful board totally committed to UGI's success. While I will greatly miss working with Frank, Roger and my board colleagues, I look forward to UGI's future growth and success as our dedicated teams deliver superior energy solutions to our customers and communities."

### **About UGI Corporation**

UGI Corporation is a distributor and marketer of energy products and services. Through subsidiaries, UGI operates natural gas and electric utilities in Pennsylvania, natural gas utilities in West Virginia, distributes LPG both domestically (through AmeriGas) and internationally (through UGI International), manages midstream energy assets in Pennsylvania, Ohio, and West Virginia and electric generation assets in Pennsylvania, and engages in energy marketing, including renewable natural gas in the Mid-Atlantic region of the United States and California and internationally in France, Belgium, the Netherlands and the UK.

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

### **Investor Relations**

**610-337-1000**

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