

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): May 29, 2015

UGI Corporation

(Exact name of registrant as specified in its charter)

Pennsylvania	1-11071	23-2668356
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
460 No.Gulph Road, King of Prussia, Pennsylvania		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))

Item 8.01 Other Events.

Completion of the Acquisition of Total's LPG Business in France

On May 29, 2015, UGI Corporation announced that its wholly-owned French subsidiary, UGI France (formerly known as UGI Bordeaux Holding), had completed the previously announced acquisition of Totalgaz, Total's liquefied petroleum gas distribution business in France. A copy of the press release is attached 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 issued by UGI Corporation dated May 29, 2015.

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

June 1, 2015

By: /s/ Monica M. Gaudiosi

Name: Monica M. Gaudiosi
Title: Vice President, General Counsel and Secretary

Exhibit Index

Exhibit No.	Description
99.1	Press Release issued by UGI Corporation dated May 29, 2015.

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

For Immediate Release
May 29, 2015

UGI Completes Acquisition of Total LPG Distribution Business in France

VALLEY FORGE, Pa., May 29 – UGI Corporation (NYSE:UGI) announced today that its wholly owned subsidiary, UGI France, has completed the previously announced acquisition of Total’s liquefied petroleum gas (LPG) distribution business in France (“Totalgaz”) for €423 million, subject to certain post-closing adjustments. The acquisition nearly doubles UGI’s retail distribution in France to approximately 500 million gallons annually. The company expects the transaction to be \$0.14 to \$0.18 per share dilutive for fiscal 2015 due to customary transaction expenses and the impact of acquiring the business during the non-core summer months. The transaction will be accretive in fiscal 2016 and beyond.

John L. Walsh, president and chief executive officer of UGI Corporation, said, “We are pleased to complete this important acquisition. Totalgaz is an excellent company with a long and successful operating history in France, and one that will significantly expand the scale of our existing Antargaz business in the country. We have a long history of successful acquisitions in Europe and this acquisition represents another step in our commitment to deliver profitable growth in the region.” Eric Naddeo, general manager of UGI France, added, “This is an exciting opportunity for UGI France as it significantly expands our customer base and will enable us to service our customers more efficiently. We look forward to welcoming the Totalgaz team.”

In connection with the transaction, UGI France completed the issuance of €600 million of bank term debt maturing in April 2020. The proceeds from this financing were used to refinance €342 million of existing debt at Antargaz and to fund the debt portion of the acquisition.

About UGI Corporation

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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