

UGI CORP /PA/
Form 8-K
February 04, 2014

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):

January 30, 2014

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))

Top of the Form**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On January 30, 2014, UGI Corporation (the Company) held its Annual Meeting of Shareholders. The shareholders (i) elected all nine nominees to the Board of Directors, and (ii) adopted a resolution approving the Company's executive compensation.

1. The table below sets forth (i) the number of votes cast for each director nominee, (ii) the number of votes withheld from each director nominee, (iii) the number of broker non-votes for each director nominee, and (iv) the number of uncast votes for each director nominee. There were no abstentions with respect to the election of the Company's directors.

DIRECTOR NOMINEES	FOR	WITHHELD	BROKER NON-VOTES	UNCAST
Richard W. Gochnauer	87,754,635	2,312,504	0	1,200
Lon R. Greenberg	85,736,358	4,330,781	0	1,200
Frank S. Hermance	88,844,400	1,222,739	0	1,200
Ernest E. Jones	88,092,282	1,974,857	0	1,200
Anne Pol	88,103,517	1,963,622	0	1,200
M. Shawn Puccio	87,699,007	2,368,132	0	1,200
Marvin O. Schlanger	88,078,491	1,988,648	0	1,200
Roger B. Vincent	87,649,208	2,417,931	0	1,200
John L. Walsh	88,635,033	1,432,106	0	1,200

2. The number of votes cast for and against, the number of abstentions and the number of broker non-votes for the advisory vote on the resolution to approve the Company's executive compensation is as follows:

FOR	AGAINST	ABSTENTIONS	BROKER NON-VOTES
85,466,748	3,728,510	873,081	0

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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

February 4, 2014

By: */s/ Monica M. Gaudiosi*

Name: Monica M. Gaudiosi

Title: Vice President and General Counsel, Secretary