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UGI CORP /PA/  
Form 8-K  
April 28, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15 (d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

APRIL 28, 2004

(DATE OF REPORT)

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.)
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460 N. GULPH ROAD  
KING OF PRUSSIA, PENNSYLVANIA 19406  
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) (ZIP CODE)

(610) 337-1000  
(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

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ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On April 28, 2004, UGI Corporation (the "Company") issued a press release announcing financial results for the Company for the second fiscal quarter ended March 31, 2004. A copy of the press release is furnished as Exhibit 99 to this report and is incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d), the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto

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duly authorized.

UGI CORPORATION  
(REGISTRANT)

By: /s/ Robert W. Krick

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Robert W. Krick  
Vice President and Treasurer

Date: April 28, 2004

EXHIBIT INDEX

The Following Exhibits Are Furnished:

EXHIBIT NO.	DESCRIPTION
* 99	Press Release of UGI Corporation dated April 28, 2004.

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\* The Exhibit attached to this Form 8-K shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to liability under that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.