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UGI CORP /PA/
Form 8-K
August 31, 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

Date of Report (Date of earliest event reported): AUGUST 30, 2004

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)

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 (SEE GENERAL INSTRUCTION A.2. BELOW):

- 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))

UGI Corporation
Page 2

Form 8-K
August 30, 2004

SECTION 1 - REGISTRANT'S BUSINESS AND OPERATIONS

ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On August 30, 2004, AmeriGas Propane, L.P. (the "Borrower", and a subsidiary of AmeriGas Partners, L.P.), entered into Amendment No. 1 dated as of August 30, 2004, to the Credit Agreement dated as of August 28, 2003 (the "Credit Agreement"), among AmeriGas Propane, L.P., AmeriGas Propane, Inc., Petrolane Incorporated, Citicorp USA, Inc., Credit Suisse First Boston, Wachovia Bank, National Association, as Agent, Issuing Bank and Swing Line Bank, and certain financial institutions named party thereto. Amendment No. 1 to the Credit Agreement extends the termination date thereof from October 15, 2006 to October 15, 2008. Through subsidiaries, the Registrant owns 46% of AmeriGas

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Partners, L.P.

The Credit Agreement consists of a Revolving Credit Facility and an Acquisition Facility. Under the Revolving Credit Facility, the Borrower may borrow up to \$100 million (including a \$100 million sublimit for letters of credit). The Revolving Credit Facility may be used for working capital and general purposes. The Acquisition Facility provides the Borrower with the ability to borrow up to \$75 million to finance the purchase of propane businesses or propane business assets or, to the extent it is not so used, to finance working capital and for general purposes. The Borrower's obligations under the Credit Agreement are collateralized by substantially all of its assets. AmeriGas Propane, Inc. and Petrolane Incorporated are guarantors of the amounts outstanding under the Credit Agreement.

SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

10.1 Amendment No. 1 dated as of August 30, 2004, to the Credit Agreement dated as of August 28, 2003, among AmeriGas Propane, L.P., AmeriGas Propane, Inc., Petrolane Incorporated, Citicorp USA, Inc., Credit Suisse First Boston, Wachovia Bank, National Association, as Agent, Issuing Bank and Swing Line Bank, and certain financial institutions named party thereto, is incorporated by reference to Exhibit 10.1 of the AmeriGas Partners, L.P. Current Report on Form 8-K dated August 30, 2004.

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 duly authorized.

UGI CORPORATION
(REGISTRANT)

By: /s/ Robert W. Krick

Robert W. Krick
Vice President and Treasurer

Date: August 30, 2004