

# UGI CORP /PA/

## FORM U-3A-2

(Statement of exemption by Public Utility Company)

Filed 02/26/99 for the Period Ending 02/26/99

Address	460 N GULPH RD P O BOX 858 KING OF PRUSSIA, PA 19406
Telephone	6103371000
CIK	0000884614
Symbol	UGI
SIC Code	4932 - Gas and Other Services Combined
Industry	Natural Gas Utilities
Sector	Utilities
Fiscal Year	09/30

# UGI CORP /PA/

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(Statement of exemption by Public Utility Company)

Filed 2/26/1999 For Period Ending 2/26/1999

Address	460 N GULPH RD P O BOX 858 KING OF PRUSSIA, Pennsylvania 19406
Telephone	610-337-1000
CIK	0000884614
Industry	Natural Gas Utilities
Sector	Utilities
Fiscal Year	09/30

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM U-3A-2 File No. 69-00410**

**STATEMENT BY HOLDING COMPANY CLAIMING EXEMPTION UNDER RULE U-3A-2**  
**FROM THE PROVISIONS OF THE PUBLIC UTILITY**  
**HOLDING COMPANY ACT OF 1935**

**To Be Filed Annually Prior to March 1**

**UGI CORPORATION**

**460 NORTH GULPH ROAD**  
**KING OF PRUSSIA, PA 19406**  
(Name of company)

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, its statement claiming exemption as a holding company from the provisions of the Public Utility Holding Company Act of 1935, and submits the following information:

1. Name, State of organization, location and nature of business of claimant and every subsidiary thereof, other than any exempt wholesale generator (EWG) or foreign utility company in which claimant directly or indirectly holds an interest.

UGI Corporation (the "Company" or "UGI") was incorporated as a stock corporation under the laws of Pennsylvania on December 20, 1991. The Company's principal office is located at 460 North Gulph Road, King of Prussia, Pennsylvania 19406.

UGI is a holding company which owns directly seven subsidiaries as follows:

a. UGI Utilities, Inc. ("UGI Utilities") is a public utility company incorporated in Pennsylvania that owns and operates (i) a natural gas distribution utility serving 14 counties in eastern and southeastern Pennsylvania, and (ii) an electric utility serving parts of Luzerne and Wyoming Counties in northeastern Pennsylvania.

UGI Development Company, an inactive Pennsylvania corporation, is a wholly owned subsidiary of UGI Utilities.

b. AmeriGas, Inc. is a Pennsylvania corporation which conducts a propane distribution business from over 600 district locations in 46 states through AmeriGas Partners, L.P., a Delaware Limited Partnership (the "Partnership"). Through its subsidiaries, AmeriGas, Inc. owns 58% of the Partnership. AmeriGas Propane, Inc., a Pennsylvania corporation, is a wholly owned

subsidiary of AmeriGas, Inc. and the sole general partner of the Partnership. AmeriGas, Inc. is also the parent company of Four Flags Drilling Company, Inc., an inactive Pennsylvania corporation.

Four Flags Drilling Company, Inc. is the parent company of Four Flags Holding Company, a Delaware investment holding company.

AmeriGas Propane, Inc. is the parent company of (i) AmeriGas Technology Group, Inc., a Pennsylvania corporation engaged in the commercialization of a patented process for use by waste treatment facilities, and (ii) Petrolane Incorporated, a Pennsylvania holding company.

AmeriGas Partners, L. P. is the parent company of AmeriGas Finance Corp., a Delaware corporation that serves as co-obligor for certain debt securities of the Partnership. AmeriGas Partners holds the limited partnership interests in AmeriGas Propane, L.P., a Delaware limited partnership.

AmeriGas Propane, L.P. is the parent company of (i) AmeriGas Propane Parts & Service, Inc., a Pennsylvania corporation which sells appliance parts and fittings and services propane appliances, and (ii) Petrolane Offshore Ltd., an inactive Bermuda corporation.

c. UGI Enterprises, Inc. is a Pennsylvania corporation that conducts an electric energy marketing business under the trade name of POWERMARK, and a gas marketing business under the trade name of GASMARK through its subsidiary, UGI Energy Services, Inc., a Pennsylvania corporation. UGI Power Supply, Inc., also a Pennsylvania corporation, is an inactive subsidiary. Retail sales of hearth and patio products and services are conducted through its subsidiary, Hearth USA, Inc., a Delaware corporation. Energy development partnerships in international markets are pursued through its wholly owned subsidiaries, (i) UGI International Enterprises, Inc., a Pennsylvania corporation, (ii) Eastfield International Holdings, Inc., a Pennsylvania corporation, (iii) UGI Black Sea Enterprises, Inc., a Pennsylvania corporation, (iv) UGI International (Romania), Inc., a Pennsylvania corporation, (v) UGI Romania, Inc., a Pennsylvania corporation, (vi) UGI International (China), Inc., a Delaware corporation, (vii) UGI China, Inc., a Delaware corporation, and (viii) UGI Southwest China Development Company, LLC, a Delaware limited liability company.

Energy Services Holding Company, a Delaware investment holding company, is a subsidiary of UGI Energy Services, Inc.

d. UGI Properties, Inc. is a Pennsylvania corporation that owns UGI's corporate headquarters building in King of Prussia, Pennsylvania.

e. Ashtola Production Company is an inactive Pennsylvania corporation.

Ashtola Production Company is the parent company of UGI Ethanol Development Corporation, an inactive Pennsylvania corporation, and Cryotex Incorporated, an inactive Delaware corporation.

f. United Valley Insurance Company, a Vermont corporation, provides auto, general, and workers' compensation liability insurance coverage to UGI and certain of its subsidiaries.

g. Northfield Holding Company is a Delaware investment holding company.

2. A brief description of the properties of claimant and each of its subsidiary public utility companies used for the generation, transmission, and distribution of electric energy for sale, or for the production, transmission, and distribution of natural or manufactured gas, indicating the location of principal generating plants, transmission lines, producing fields, gas manufacturing plants, and electric and gas distribution facilities, including all such properties which are outside the State in which claimant and its subsidiaries are organized and all transmission or pipelines which deliver or receive electric energy or gas at the borders of such State.

The Company does not directly own any such properties.

The Company's subsidiary that is a public utility company, UGI Utilities, Inc., owns the following properties and related land rights used for the generation, transmission, and distribution of electric energy for sale to customers in communities which have granted a franchise to provide electric energy:

a. Principal generating plants: Hunlock generating station located near Kingston, Pennsylvania; and a 1.11% ownership interest in Conemaugh Station, located near Johnstown, Pennsylvania.

b. Transmission lines: 2,084 miles of transmission and distribution lines and related facilities in portions of Luzerne and Wyoming Counties in northeastern Pennsylvania.

c. Electric distribution facilities: 23 substations, transformers and associated distribution facilities located in the service area, in addition to the distribution lines referred to above.

UGI Utilities provides natural gas services through approximately 4,400 miles of gas mains, related service facilities and land rights, for the distribution of natural gas throughout a 14 county service area in eastern and southeastern Pennsylvania to customers in communities which have granted a franchise to provide gas service. In addition, it owns the following properties used for the production and distribution of natural or manufactured gas:

Gas storage plants: peak shaving facilities in Harrisburg, Reading and Bethlehem, Pennsylvania which produce propane air and have a design capacity to manufacture up to 35,000 Mcf. of propane air per day and a liquefied natural gas plant near Reading, Pennsylvania which has storage capacity of 270,000 Mcf. and is designed to add up to 25,000 Mcf. per day to the sendout capacity.

3. The following information for the last calendar year with respect to claimant and each of its subsidiary public utility companies:

a. Number of kwh. of electric energy sold (at retail or wholesale), and Mcf. of natural or manufactured gas distributed at retail.

None by UGI

UGI Utilities		
Retail	846,056,089 kwh.	
Pilot	25,765,549 kwh.	
Sold at Retail	29,009,535 Mcf.	Revenues \$251,749,523
Transportation	43,554,523	58,806,571
	-----	-----
Total	72,564,058 Mcf.	\$310,556,094

b. Number of kwh. of electric energy and Mcf. of natural or manufactured gas distributed at retail outside the State in which each such company is organized.

None by UGI or UGI Utilities

c. Number of kwh. of electric energy and Mcf. of natural or manufactured gas sold at wholesale outside the State in which each such company is organized, or at the State line.

None by UGI.

UGI Utilities - See Schedule A attached.

NOTE: UGI Utilities' principal business is the distribution of natural gas exclusively within the Commonwealth of Pennsylvania. Incidental to its principal business, UGI Utilities may, from time to time, sell natural gas to other gas utilities or brokers on a wholesale basis. Some of these transactions may take place outside the state.

d. Number of kwh. of electric energy and Mcf. of natural or manufactured gas purchased outside the State in which each such company is organized or at the State line.

None by UGI

UGI Utilities, Inc. -	61,490,000 kwh.	
	36,045,388 Mcf.	Cost \$93,125,841

4. The following information for the reporting period with respect to claimant and each interest it holds directly or indirectly in an EWG or a foreign utility company, stating monetary amounts in United States dollars:

a. Name, location, business address and description of the facilities used by the EWG or foreign utility company for the generation, transmission and distribution of electric energy for sale or for the distribution at retail of natural or manufactured gas.

None by UGI or UGI Utilities

b. Name of each system company that holds an interest in such EWG or foreign utility company; and description of the interest held.

None by UGI or UGI Utilities

c. Type and amount of capital invested, directly or indirectly, by the holding company claiming exemption; any direct or indirect guarantee of the security of the EWG or foreign utility company by the holding company claiming exemption; and any debt or other financial obligation for which there is recourse, directly or indirectly, to the holding company claiming exemption or another system company, other than the EWG or foreign utility company.

None by UGI or UGI Utilities

d. Capitalization and earnings of the EWG or foreign utility company during the reporting period.

None by UGI or UGI Utilities

e. Identify any service, sales or construction contract(s) between the EWG or foreign utility company and a system company, and describe the services to be rendered or goods sold and fees or revenues under such agreement(s).

None by UGI or UGI Utilities

The above-named claimant has caused this statement to be duly executed on its behalf by its authorized officer on this 26th day of February, 1999.

**UGI CORPORATION**  
(Name of claimant)

By: \_\_\_\_\_  
(Title)

Michael J. Cuzzolina  
Vice President - Accounting  
and Financial Control

**CORPORATE SEAL**

**Attest:**

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Brendan P. Bovaird  
Corporate Secretary

Name, title, and address of officer to whom notices and correspondence concerning this statement should be addressed:

Brendan P. Bovaird Corporate Secretary UGI Corporation 460 North Gulph Road King of Prussia, PA 19406

**EXHIBIT A**

A consolidating statement of income and surplus of the claimant and its subsidiary companies for the last calendar year, together with a consolidating balance sheet of the claimant and its subsidiary companies as of the close of such calendar year.

**Attached to this Form U-3A-2 as Exhibit A.**

**EXHIBIT B**

A Financial Data Schedule setting forth the financial and other data that are applicable to the registrant on a consolidated basis.

**Attached to this Form U-3A-2 as Exhibit B.**

**EXHIBIT C**

An organizational chart showing the relationship of each EWG or foreign utility company to associate companies in the holding company system.

Not applicable.

**SCHEDULE A**

**UGI UTILITIES, INC.  
OFF SYSTEM SALES BY STATE (MCF)**

1/1/98 - 12/31/98

	VOLUME	REVENUE
ALABAMA	9	\$ 20.34
DELAWARE	21,186	50,412.39
INDIANA	67	154.56
KENTUCKY	69,267	172,192.13
LOUISIANA	1,309,605	2,935,727.11
MARYLAND	189,635	267,618.91
NORTH CAROLINA	9,465	23,364.55
NEW JERSEY	620,249	1,201,763.36
NEW YORK	642,551	1,490,093.22
OHIO	2,136,813	5,000,662.76
TEXAS	210,600	520,592.10
VIRGINIA	157,406	399,934.05
WEST VIRGINIA	22,715	56,412.98
	-----	-----
TOTAL	5,389,568	\$12,118,948.46

**EXHIBIT A**  
**UGI CORPORATION AND SUBSIDIARIES**  
**CONSOLIDATING BALANCE SHEET**  
**SEPTEMBER 30, 1998**  
(Unaudited)

(Millions of dollars)

	Consolidated UGI Corp.	Eliminations and Adjustments	UGI Corp.	Northfield Holding Company	UGI Utilities, Inc.
	-----	-----	-----	-----	-----
<b>ASSETS</b>					
Current assets:					
Cash and cash equivalents	\$ 66.6	\$ -	\$ 15.2	\$ 30.2	\$ 4.7
Short-term investments	81.8	-	-	75.1	-
Accounts receivable	81.8	(0.2)	0.1	1.0	20.0
Accrued utility revenues	6.7	-	-	-	6.7
Accounts receivable - intercompany	-	(1.0)	0.4	-	0.2
Inventories	77.9	-	-	-	28.5
Prepaid propane purchases	0.8	-	-	-	-
Deferred income taxes	14.7	-	0.2	-	4.1
Prepaid expenses and other current assets	20.3	(2.8)	0.5	-	6.6
	-----	-----	-----	-----	-----
Total current assets	350.6	(4.0)	16.4	106.3	70.8
Investments in subsidiaries	-	(375.1)	375.1	-	-
Gross property, plant and equipment	1,464.5	0.1	0.4	-	797.5
Less: accumulated depreciation and amortization	465.5	0.1	0.3	-	253.6
	-----	-----	-----	-----	-----
Net property, plant and equipment	999.0	-	0.1	-	543.9
Intangible assets	630.7	-	-	-	-
Utility regulatory assets	59.3	-	-	-	59.3
Other assets	35.0	(12.4)	2.0	-	16.3
	-----	-----	-----	-----	-----
Total assets	\$ 2,074.6	\$(391.5)	\$ 393.6	\$ 106.3	\$ 690.3
	=====	=====	=====	=====	=====

	AmeriGas, Inc.	UGI Properties, Inc.	United Valley Insurance Company	Ashtola Production Company	UGI Enterprises, Inc.
	-----	-----	-----	-----	-----
<b>ASSETS</b>					
Current assets:					
Cash and cash equivalents	\$ 10.2	\$ 0.1	\$ 0.9	\$ 0.1	\$ 5.2
Short-term investments	-	-	6.7	-	-
Accounts receivable	53.4	0.1	-	-	7.4
Accrued utility revenues	-	-	-	-	-
Accounts receivable - intercompany	0.3	-	-	-	0.1
Inventories	49.4	-	-	-	-
Prepaid propane purchases	0.8	-	-	-	-
Deferred income taxes	10.1	-	0.3	-	-
Prepaid expenses and other current assets	15.7	0.1	0.2	-	-
	-----	-----	-----	-----	-----
Total current assets	139.9	0.3	8.1	0.1	12.7
Investments in subsidiaries	-	-	-	-	-
Gross property, plant and equipment	655.8	10.3	-	-	0.4
Less: accumulated depreciation and amortization	210.0	1.4	-	-	0.1
	-----	-----	-----	-----	-----
Net property, plant and equipment	445.8	8.9	-	-	0.3
Intangible assets	630.7	-	-	-	-
Utility regulatory assets	-	-	-	-	-
Other assets	23.1	3.8	0.1	-	2.1
	-----	-----	-----	-----	-----
Total assets	\$ 1,239.5	\$ 13.0	\$ 8.2	\$ 0.1	\$ 15.1
	=====	=====	=====	=====	=====

**UGI CORPORATION AND SUBSIDIARIES**  
**CONSOLIDATING BALANCE SHEET**  
**SEPTEMBER 30, 1998**  
(Unaudited)

(Millions of dollars)

	Consolidated UGI Corp.	Eliminations and Adjustments	UGI Corp.	Northfield Holding Company	UGI Utilities, Inc.
<b>LIABILITIES AND EQUITY</b>					
Current liabilities:					
Current maturities of long-term debt	\$ 13.6	\$ -	\$ -	\$ -	\$ 7.1
Bank loans	78.4	-	-	-	68.4
Accounts payable	80.1	-	0.1	-	38.2
Accounts payable - intercompany	-	(11.1)	10.2	-	0.7
Employee compensation and benefits accrued	29.5	(0.1)	1.1	-	7.8
Dividends and interest accrued	44.7	-	12.0	-	4.6
Income taxes accrued	0.3	(0.2)	(0.2)	0.1	0.2
Refunds and deposits	30.7	-	-	-	4.7
Other current liabilities	44.5	(3.2)	0.2	-	12.4
<b>Total current liabilities</b>	<b>321.8</b>	<b>(14.6)</b>	<b>23.4</b>	<b>0.1</b>	<b>144.1</b>
Long-term debt	890.8	-	-	-	180.1
Deferred income taxes	154.4	(2.0)	0.2	-	105.7
Deferred investment tax credits	10.0	-	-	-	10.0
Other noncurrent liabilities	74.0	0.3	2.9	-	19.1
Minority interest in AmeriGas Partners	236.5	-	-	-	-
UGI Utilities Series Preferred Stock Subject to Mandatory Redemption	20.0	-	-	-	20.0
Common stockholders' equity:					
Common Stock	-	(60.4)	-	-	60.3
Additional paid-in-capital	394.3	(431.5)	394.3	102.2	68.6
Retained earnings (accumulated deficit)	(17.7)	116.7	(17.7)	4.0	82.4
	376.6	(375.2)	376.6	106.2	211.3
Less: treasury stock, at cost	9.5	-	9.5	-	-
<b>Total common stockholders' equity</b>	<b>367.1</b>	<b>(375.2)</b>	<b>367.1</b>	<b>106.2</b>	<b>211.3</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 2,074.6</b>	<b>\$ (391.5)</b>	<b>\$ 393.6</b>	<b>\$ 106.3</b>	<b>\$ 690.3</b>

	AmeriGas, Inc.	UGI Properties, Inc.	United Valley Insurance Company	Ashtola Production Company	UGI Enterprises, Inc.
<b>LIABILITIES AND EQUITY</b>					
Current liabilities:					
Current maturities of long-term debt	\$ 6.1	\$ 0.4	\$ -	\$ -	\$ -
Bank loans	10.0	-	-	-	-
Accounts payable	34.2	-	-	-	7.6
Accounts payable - intercompany	0.1	-	-	-	0.1
Employee compensation and benefits accrued	20.0	-	-	-	0.7
Dividends and interest accrued	28.0	-	0.1	-	-
Income taxes accrued	-	-	-	0.5	(0.1)
Refunds and deposits	25.9	0.1	-	-	-
Other current liabilities	29.7	-	5.2	-	0.2
<b>Total current liabilities</b>	<b>154.0</b>	<b>0.5</b>	<b>5.3</b>	<b>0.5</b>	<b>8.5</b>
Long-term debt	702.9	7.8	-	-	-
Deferred income taxes	51.4	0.1	-	-	(1.0)
Deferred investment tax credits	-	-	-	-	-
Other noncurrent liabilities	51.6	-	-	-	0.1
Minority interest in AmeriGas Partners	236.5	-	-	-	-
UGI Utilities Series Preferred Stock Subject to Mandatory Redemption	-	-	-	-	-
Common stockholders' equity:					
Common Stock	-	-	0.1	-	-
Additional paid-in-capital	240.7	4.4	0.4	9.9	5.3
Retained earnings (accumulated deficit)	(197.6)	0.2	2.4	(10.3)	2.2
	43.1	4.6	2.9	(0.4)	7.5
Less: treasury stock, at cost	-	-	-	-	-

Total common stockholders' equity	43.1	4.6	2.9	(0.4)	7.5
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Total liabilities and stockholders' equity	\$ 1,239.5	\$ 13.0	\$ 8.2	\$ 0.1	\$ 15.1
	=====	=====	=====	=====	=====

**UGI CORPORATION AND SUBSIDIARIES**  
**CONSOLIDATING STATEMENT OF INCOME**  
**FOR THE YEAR ENDED SEPTEMBER 30, 1998**  
(Unaudited)

(Millions of dollars)

	Consolidated UGI Corp.	Eliminations and Adjustments	UGI Corp.	Northfield Holding Company	UGI Utilities, Inc.
<b>Revenues:</b>					
Propane	\$ 914.4	\$ -	\$ -	\$ -	\$ -
Utilities	422.3	-	-	-	422.3
Energy marketing	103.0	-	-	-	-
Other	-	(3.0)	-	-	-
	1,439.7	(3.0)	-	-	422.3
<b>Costs and expenses:</b>					
Propane cost of sales	443.8	-	-	-	-
Utilities - gas, fuel and purchased power	214.6	-	-	-	214.6
Energy marketing cost of sales	98.3	-	-	-	-
Operating and administrative expenses	437.7	(13.7)	10.7	-	116.0
Depreciation and amortization	87.8	-	-	-	22.1
Miscellaneous income, net	(12.7)	10.8	(10.4)	(5.1)	(5.0)
	1,269.5	(2.9)	0.3	(5.1)	347.7
Operating income	170.2	(0.1)	(0.3)	5.1	74.6
Interest expense	(84.4)	0.1	-	-	(17.6)
Minority interest in AmeriGas Partners	(8.9)	-	-	-	-
Income before income taxes and subsidiary preferred stock dividends	76.9	-	(0.3)	5.1	57.0
Income taxes	(34.4)	-	0.1	(1.8)	(21.4)
Dividends on UGI Utilities Series Preferred Stock	(2.2)	(2.2)	-	-	-
Equity in income of subsidiaries	-	(40.5)	40.5	-	-
Net income	\$ 40.3	(42.7)	40.3	3.3	35.6
Dividends on preferred stock		2.2	-	-	(2.2)
Net income after dividends on preferred stock		\$ (40.5)	\$ 40.3	\$ 3.3	\$ 33.4

	AmeriGas, Inc.	UGI Properties, Inc.	United Valley Insurance Company	Ashtola Production Company	UGI Enterprises, Inc.
<b>Revenues:</b>					
Propane	\$ 914.4	\$ -	\$ -	\$ -	\$ -
Utilities	-	-	-	-	-
Energy marketing	-	-	-	-	103.0
Other	-	1.7	1.3	-	-
	914.4	1.7	1.3	-	103.0
<b>Costs and expenses:</b>					
Propane cost of sales	443.8	-	-	-	-
Utilities - gas, fuel and purchased power	-	-	-	-	-
Energy marketing cost of sales	-	-	-	-	98.3
Operating and administrative expenses	318.8	0.7	1.0	(0.4)	4.6
Depreciation and amortization	65.4	0.2	-	-	0.1
Miscellaneous income, net	(3.2)	(0.1)	(0.5)	-	0.8
	824.8	0.8	0.5	(0.4)	103.8
Operating income	89.6	0.9	0.8	0.4	(0.8)
Interest expense	(66.1)	(0.7)	-	-	(0.1)
Minority interest in AmeriGas Partners	(8.9)	-	-	-	-
Income before income taxes and subsidiary preferred stock dividends	14.6	0.2	0.8	0.4	(0.9)
Income taxes	(11.1)	(0.1)	(0.3)	(0.1)	0.3
Dividends on UGI Utilities Series Preferred Stock	-	-	-	-	-
Equity in income of subsidiaries	-	-	-	-	-
Net income	3.5	0.1	0.5	0.3	(0.6)
Dividends on preferred stock	-	-	-	-	-
Net income after dividends on preferred stock	\$ 3.5	\$ 0.1	\$ 0.5	\$ 0.3	\$ (0.6)

**UGI CORPORATION AND SUBSIDIARIES**  
**CONSOLIDATING STATEMENT OF RETAINED EARNINGS (ACCUMULATED DEFICIT)**  
**FOR THE YEAR ENDED SEPTEMBER 30, 1998**  
(Unaudited)

(Millions of dollars)

	Consolidated UGI Corp.	Eliminations and Adjustments	UGI Corp.	Northfield Holding Company	UGI Utilities, Inc.
	-----	-----	-----	-----	-----
Balance at September 30, 1997	\$ (9.2)	\$ 79.3	\$ (9.2)	\$ 0.6	\$ 72.0
Net income	40.3	(42.7)	40.3	3.3	35.6
Dividends on Common Stock	(47.8)	77.9	(47.8)	-	(22.6)
Common Stock issued	(0.7)	-	(0.7)	-	-
Dividends on UGI Utilities Series Preferred Stock	-	2.2	-	-	(2.2)
Redemption of UGI Utilities Series Preferred Stock	(0.3)	0.3	(0.3)	-	(0.3)
Other	-	(0.3)	-	0.1	(0.1)
	-----	-----	-----	-----	-----
Balance at September 30, 1998	\$ (17.7)	\$ 116.7	\$ (17.7)	\$ 4.0	\$ 82.4
	=====	=====	=====	=====	=====

	AmeriGas, Inc.	UGI Properties, Inc.	United Valley Insurance Company	Ashtola Production Company	UGI Enterprises, Inc.
	-----	-----	-----	-----	-----
Balance at September 30, 1997	\$ (146.1)	\$ 0.1	\$ 1.9	\$ (10.5)	\$ 2.7
Net income	3.5	0.1	0.5	0.3	(0.6)
Dividends on Common Stock	(55.2)	-	(0.1)	-	-
Common Stock issued	-	-	-	-	-
Dividends on UGI Utilities Series Preferred Stock	-	-	-	-	-
Redemption of UGI Utilities Series Preferred Stock	-	-	-	-	-
Other	0.2	-	0.1	(0.1)	0.1
	-----	-----	-----	-----	-----
Balance at September 30, 1998	\$ (197.6)	\$ 0.2	\$ 2.4	\$ (10.3)	\$ 2.2
	=====	=====	=====	=====	=====

## ARTICLE 5

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE CONSOLIDATED BALANCE SHEET AND INCOME STATEMENT OF UGI CORPORATION AND SUBSIDIARIES AS OF AND FOR THE YEAR ENDED SEPTEMBER 30, 1998, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS INCLUDED IN UGI CORPORATION'S ANNUAL REPORT ON FORM 10-K FOR THE YEAR ENDED SEPTEMBER 30, 1998.

CIK: 0000884614

NAME: UGI CORPORATION

MULTIPLIER: 1,000

PERIOD TYPE	12 MOS
FISCAL YEAR END	SEP 30 1998
PERIOD START	OCT 01 1997
PERIOD END	SEP 30 1998
CASH	66,600
SECURITIES	81,800
RECEIVABLES	89,700
ALLOWANCES	7,900
INVENTORY	77,900
CURRENT ASSETS	350,600
PP&E	1,464,500
DEPRECIATION	465,500
TOTAL ASSETS	2,074,600
CURRENT LIABILITIES	321,800
BONDS	890,800
PREFERRED MANDATORY	20,000
PREFERRED	0
COMMON	394,300
OTHER SE	(27,200)
TOTAL LIABILITY AND EQUITY	2,074,600
SALES	1,439,700
TOTAL REVENUES	1,439,700
CGS	756,700
TOTAL COSTS	756,700
OTHER EXPENSES	0
LOSS PROVISION	8,400
INTEREST EXPENSE	84,400
INCOME PRETAX	76,900
INCOME TAX	34,400
INCOME CONTINUING	40,300
DISCONTINUED	0
EXTRAORDINARY	0
CHANGES	0
NET INCOME	40,300
EPS PRIMARY	1.22
EPS DILUTED	1.22

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**End of Filing**

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