Edgar Filing: Sheridan Jerry E - Form 4

Form 4	•											
January 03,	ЛД									PPROVAL		
	RITIES A Ashington			NGE	N OMB Number:	3235-0287						
Check t if no loi subject Section Form 4	nger STATEN 16.	AENT OF	NGES IN SECUI		Expires: Estimated burden hou response	urs per						
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).												
(Print or Type	Responses)											
Sheridan Jerry E Symb				er Name an AIGAS PA			-	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)	3. Date of Earliest Transaction (Chec						eck all applicabl	k all applicable)		
				Day/Year)	Tansaction			_X_ Director 10% Owner _X_ Officer (give title Other (specify below) President & CEO				
				Amendment, Date Original (Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
KING OF	PRUSSIA, PA 19	406							More than One R			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Secur	ities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (tracta 2 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	Perso	ons wł	no res	or indirectly. spond to the collection and the coll		SEC 1474 (9-02)		

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Phantom Units	\$ 0	12/03/2012		A		1,821		<u>(1)</u>	12/03/2014	APU Common Units	1,821
Performance Units	\$ 0	01/01/2013		А		14,250		(2)	12/31/2015	APU Common Units	14,25

Reporting Owners

Reporting Owner Name / Address	Relationships								
reporting of the runner runner	Director	10% Owner	Officer	Other					
Sheridan Jerry E 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406	Х		President & CEO						
Signatures									
lel Jassice A Milner Attorney in	East for	Lormy E							

/s/ Jessica A. Milner, Attorney-in-Fact for Jerry E. Sheridan

<u>**Signature of Reporting Person</u>

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Each phantom unit represents the right of the reporting person to receive a common unit after two years, subject to continued employment. In the event of the reporting person's termination of employment for any reason, other than retirement, death, or disability,

01/03/2013

Date

(1) the unvested phantom units and dividend equivalents will be forfeited. In the event of the reporting person's retirement, death, or disability before December 3, 2013, one-half of the phantom units granted would immediately vest.

Effective January 1, 2013, the reporting person was granted performance units under the AmeriGas Propane, Inc. 2010 Long-Term(2) Incentive Plan on Behalf of AmeriGas Partners, L.P. Each performance unit represents the right of the recipient to receive a common unit, if specified performance goals and other conditions are met.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.