

Stanczak William J
Form 3/A
October 29, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Stanczak William J
(Last) (First) (Middle)

460 NORTH GULPH ROAD
(Street)

KING OF PRUSSIA, PA 19406
(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
09/01/2004

3. Issuer Name and Ticker or Trading Symbol
AMERIGAS PARTNERS LP [APU]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Controller & CAO

5. If Amendment, Date Original Filed(Month/Day/Year)

09/02/2004

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

No Securities Owned

0

D

A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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| | | | | | | | |
|------------------|-------|------------|------------------------|--------|------|------------|-----------|
| | | | | Shares | | (I) | |
| | | | | | | (Instr. 5) | |
| Restricted Units | Â (2) | 09/30/2006 | APU Common Units | 750 | \$ 0 | I (1) | By Spouse |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stanczak William J 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406 | Â | Â | Â Controller & CAO | Â |

Signatures

Margaret M.
Calabrese

10/29/2004

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The reporting person's wife owned 750 phantom Restricted Units under an employee compensation plan on September 1, 2004, the date on which the reporting person became an officer of the Company.
Effective October 1, 2003, phantom Restricted Units were granted to the reporting person's wife under the AmeriGas Propane, Inc. Discretionary Long-Term Incentive Plan for Non-Executive Key Employees. Each Restricted Unit represents the right of the recipient to receive a Common Unit or an amount based on the value of a Common Unit, if specific conditions are met.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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