

# FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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| OMB APPROVAL                                   |           |
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**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

|  |   |   |
|--|---|---|
| <b>1. Name and Address of Reporting Person*</b><br><b>HILL ALLEN E</b><br><small>(Last) (First) (Middle)</small><br><b>55 GLENLAKE PARKWAY, NE</b><br><small>(Street)</small><br><b>ATLANTA, GA 30328</b><br><small>(City) (State) (Zip)</small> | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><b>UNITED PARCEL SERVICE INC [UPS]</b><br><b>3. Statement for Issuer's Fiscal Year Ended</b><br><small>(Month/Day/Year)</small><br><b>12/31/2011</b><br><b>4. If Amendment, Date Original Filed</b> <small>(Month/Day/Year)</small> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br><small>(Check all applicable)</small><br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><div style="border: 1px solid black; padding: 2px; text-align: center;">Senior Vice President</div> <b>6. Individual or Joint/Group Reporting</b><br><small>(check applicable line)</small><br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person |
|--|---|---|

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |  |   |            |       |  |  |   |
|--|--|--|--|---|------------|-------|--|--|---|
| 1. Title of Security<br><small>(Instr. 3)</small>                                | 2. Transaction Date<br><small>(Month/Day/Year)</small> | 2A. Deemed Execution Date, if any<br><small>(Month/Day/Year)</small> | 3. Transaction Code<br><small>(Instr. 8)</small> | 4. Securities Acquired (A) or Disposed of (D)<br><small>(Instr. 3, 4 and 5)</small> |            |       | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year<br><small>(Instr. 3 and 4)</small> | 6. Ownership Form: Direct (D) or Indirect (I)<br><small>(Instr. 4)</small> | 7. Nature of Indirect Beneficial Ownership<br><small>(Instr. 4)</small> |
|  |  |  |  | Amount  | (A) or (D) | Price |  |  |   |
| Class A Common Stock   | 12/02/2010   |  | G  | 353   | D          | \$ 0  | 12,877.3827  | D  |   |
| Class A Common Stock   | 12/17/2010   |  | G  | 139   | D          | \$ 0  | 12,738.3827  | D  |   |
| Class A Common Stock   | 01/01/2010   |  | J(1)   | 372   | D          | \$ 0  | 0  | I  | Child I   |

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

**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.**

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

| 1. Title of Derivative Security<br><small>(Instr. 3)</small> | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br><small>(Month/Day/Year)</small> | 3A. Deemed Execution Date, if any<br><small>(Month/Day/Year)</small> | 4. Transaction Code<br><small>(Instr. 8)</small> | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br><small>(Instr. 3, 4, and 5)</small> | 6. Date Exercisable and Expiration Date<br><small>(Month/Day/Year)</small> |                 | 7. Title and Amount of Underlying Securities<br><small>(Instr. 3 and 4)</small> | 8. Price of Derivative Security<br><small>(Instr. 5)</small> | 9. Number of Derivative Securities Beneficially Owned at End of Issuer's Fiscal Year<br><small>(Instr. 4)</small> | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br><small>(Instr. 4)</small> | 11. Nature of Indirect Beneficial Ownership<br><small>(Instr. 4)</small> |
|--|--|--|--|--|---|--|-----------------|---|--|---|--|--|
|  |  |  |  |  |   | Date Exercisable   | Expiration Date |   |  |   |  |  |
|  |  |  |  |  | (A) (D)   |  |                 |   |  |   |  |  |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| HILL ALLEN E<br>55 GLENLAKE PARKWAY, NE<br>ATLANTA, GA 30328 |               |           | Senior Vice President |       |

## Signatures

|  |            |
|--|------------|
| Robert S. Shaw, Power of Attorney              | 02/10/2011 |
| <small>**Signature of Reporting Person</small> | Date       |

## 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).
- (1) Is no longer residing in the home of the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.