

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>BARNES DAVID A</b>			2. Issuer Name and Ticker or Trading Symbol <b>UNITED PARCEL SERVICE INC [UPS]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>Senior Vice President</b>		
(Last) <b>55 GLENLAKE PARKWAY, NE</b>	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>10/26/2012</b>					
(Street) <b>ATLANTA, GA 30328</b>			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	10/26/2012		M		306.2783	A	\$ 72.59	126,284.1435	D	
Class A Common Stock	10/26/2012		M		282.7255	A	\$ 72.59	126,566.869	D	
Class A Common Stock	10/26/2012		M		216.386	A	\$ 72.59	126,783.255	D	
Class A Common Stock	10/26/2012		M		213.3697	A	\$ 72.59	126,996.6247	D	
Class A Common Stock	10/26/2012		F		90.5754	D	\$ 72.59	126,906.0493	D	
Class A Common Stock	10/26/2012		F		91.8559	D	\$ 72.59	126,814.1934	D	
Class A Common Stock	10/26/2012		F		120.0168	D	\$ 72.59	126,694.1766	D	
Class A Common Stock	10/26/2012		F		130.015	D	\$ 72.59	126,564.1616 <sup>(1)</sup>	D	
Class A Common Stock								1,465	I	Child I
Class A Common Stock								1,465	I	Child II

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

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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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Title
Restricted Stock Units	<sup>(2)</sup>	10/26/2012		M		213.3697	<sup>(3)</sup>	10/15/2012	Class A Common Stock	213.3697	\$ 0	0 <sup>(4)</sup>	D	
Restricted Stock Units	<sup>(2)</sup>	10/26/2012		M		306.2783	<sup>(3)</sup>	10/15/2013	Class A Common Stock	306.2783	\$ 0	306 <sup>(4)</sup>	D	
Restricted Stock Units	<sup>(2)</sup>	10/26/2012		M		216.386	<sup>(3)</sup>	10/15/2014	Class A Common Stock	216.386	\$ 0	433 <sup>(4)</sup>	D	
Restricted Stock Units	<sup>(2)</sup>	10/26/2012		M		282.7255	<sup>(3)</sup>	10/15/2015	Class A Common Stock	282.7255	\$ 0	847 <sup>(4)</sup>	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARNES DAVID A 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30328			Senior Vice President	

## Signatures

Robert S. Shaw, Power of Attorney		10/26/2012
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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) Includes 80.4052 shares acquired in the Reporting Person's 401(k) account between May 12, 2012 and October 26, 2012.

(2) Represents Restricted Stock Units (RSUs) granted as Management Incentive Awards under the United Parcel Service, Inc. Incentive Compensation Plan. Each RSU represents the right to receive one share of Class A common stock.

(3) RSUs vest at the rate of 20% on October 15th of each year during the vesting period.

(4) Includes 77.7595 Dividend Equivalent Units acquired in the Restricted Stock Unit Plan account between October 29, 2011 and October 25, 2012.

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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