

DUCAT LEATRICE

Form 4

May 25, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DUCAT LEATRICE

2. Issuer Name **and** Ticker or Trading
Symbol
UNIVERSAL HEALTH SERVICES
INC [UHS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
NDRI, 1628 JFK BOULEVARD,
8TH FLOOR

3. Date of Earliest Transaction
(Month/Day/Year)
05/24/2010

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

(Street)
PHILADELPHIA, PA 19103

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ 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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class B Common Stock	05/24/2010		M		5,000	A	\$ 23.9
					9,000	D	
Class B Common Stock	05/24/2010		S		800	D	\$ 41.622
					8,200	D	
Class B Common Stock	05/24/2010		S		100	D	\$ 41.6221
					8,100	D	
Class B	05/24/2010		S		100	D	\$
					8,000	D	

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Common Stock						41.6226	
Class B Common Stock	05/24/2010	S	1,100	D	\$ 41.624	6,900	D
Class B Common Stock	05/24/2010	S	400	D	\$ 41.631	6,500	D
Class B Common Stock	05/24/2010	S	1,195	D	\$ 41.511	5,305	D
Class B Common Stock	05/24/2010	S	1,100	D	\$ 41.504	4,205	D
Class B Common Stock	05/24/2010	S	205	D	\$ 41.502	4,000	D

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

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(9-02)

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. Amount or Number of Shares
Option To Purchase Class B Common Stock	\$ 23.9	05/24/2010		M	5,000	<u>(1)</u> 09/27/2010	Class B Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUCAT LEATRICE NDRI 1628 JFK BOULEVARD, 8TH FLOOR PHILADELPHIA, PA 19103	X			

Signatures

/s/ Steve Filton, Attorney-in-Fact for Ms. Ducat	05/25/2010
<u> </u> **Signature of Reporting Person	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) Options vested on 9/28/2009.

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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