

DUCAT LEATRICE
Form 4
May 09, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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

(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
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/07/2008

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

PHILADELPHIA, PA 19103

(City) (State) (Zip)

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

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 (Instr. 4)
			Code	V	Amount or Price		
Class B Common Stock	05/07/2008		M		2,500 A \$ 47.8	4,500	D
Class B Common Stock	05/07/2008		M		1,250 A \$ 57.61	5,750	D
Class B Common Stock	05/07/2008		F		3,098 D \$ 61.81	2,652	D
Class B Common Stock	05/08/2008		S		300 D \$	2,352	D

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Common Stock						61.96	
Class B Common Stock	05/08/2008		S	200	D	\$ 61.97	2,152 D
Class B Common Stock	05/08/2008		S	152	D	\$ 61.98	2,000 D

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.

SEC 1474
(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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Option To Purchase Class B Common Stock	\$ 47.8	05/07/2008		M	2,500	<u>(1)</u> 09/28/2010	Class B Common Stock	2,500
Option To Purchase Class B Common Stock	\$ 57.61	05/07/2008		M	1,250	<u>(2)</u> 09/14/2011	Class B Common Stock	1,250

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DUCAT LEATRICE
NDRI
1628 JFK BOULEVARD, 8TH FLOOR X
PHILADELPHIA, PA 19103

Signatures

/s/ Steve Filton,
attorney-in-fact 05/09/2008

__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) 2,500 exercisable on each of 9/28/2007, 9/28/2008 and 9/28/2009
- (2) 1,250 exercisable on each of 9/14/2007, 9/14/2008, 9/14/2009 and 9/14/2010

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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