

DUCAT LEATRICE
Form 4
June 14, 2012

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

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)
06/14/2012

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

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 (Instr. 4)
			Code	V	Amount (D) or Price		
Class B Common Stock	06/14/2012		M		2,500 A \$ 24.445	6,500	D
Class B Common Stock	06/14/2012		M		2,500 A \$ 16.22	9,000	D
Class B Common Stock	06/14/2012		M		3,750 A \$ 30.32	12,750	D
Class B Common Stock	06/14/2012		S		200 D \$ 39.214	12,550	D

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Common Stock							
Class B Common Stock	06/14/2012	S	1,300	D	\$ 39.211	11,250	D
Class B Common Stock	06/14/2012	S	1,000	D	\$ 39.218	10,250	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.181	10,150	D
Class B Common Stock	06/14/2012	S	900	D	\$ 39.156	9,250	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.153	9,150	D
Class B Common Stock	06/14/2012	S	400	D	\$ 39.163	8,750	D
Class B Common Stock	06/14/2012	S	400	D	\$ 39.161	8,350	D
Class B Common Stock	06/14/2012	S	400	D	\$ 39.172	7,950	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.173	7,850	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.183	7,750	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.3844	7,650	D
Class B Common Stock	06/14/2012	S	500	D	\$ 39.384	7,150	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.3819	7,050	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.325	6,950	D

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Class B Common Stock	06/14/2012	S	100	D	\$ 39.336	6,850	D
Class B Common Stock	06/14/2012	S	300	D	\$ 39.346	6,550	D
Class B Common Stock	06/14/2012	S	100	D	\$ 39.34	6,450	D
Class B Common Stock	06/14/2012	S	1,150	D	\$ 39.251	5,300	D
Class B Common Stock	06/14/2012	S	900	D	\$ 39.268	4,400	D
Class B Common Stock	06/14/2012	S	400	D	\$ 39.278	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	\$ 24.445	06/14/2012		M	2,500	<u>(1)</u> 11/21/2012	Class B Common Stock	2,500
	\$ 16.22	06/14/2012		M	2,500	<u>(2)</u> 11/21/2013		2,500

Option To Purchase Class B Common Stock								Class B Common Stock	
Option To Purchase Class B Common Stock	\$ 30.32	06/14/2012	M	3,750	(3)	01/20/2015		Class B Common Stock	3,750

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

06/14/2012

**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) Option vested on 11/21/2011.
- (2) Option vested on 11/21/2011.
- (3) Option vested on 1/20/2012.

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