OSTEEN DEBRA K

Form 4

September 05, 2012

Check this box

if no longer

subject to

Section 16.

Form 4 or

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Washington, D.C. 20549

Form 5 obligations may continue.

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

See Instruction

(Middle)

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * OSTEEN DEBRA K

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

below)

Symbol

UNIVERSAL HEALTH SERVICES

(Check all applicable)

Senior Vice President

INC [UHS]

3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH

GULPH ROAD

(Street)

(First)

4. If Amendment, Date Original

(Month/Day/Year)

09/05/2012

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

KING OF PRUSSIA, PA 19406

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

Transactionr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Securities Beneficially Owned Following Reported

Indirect Ownership Form: Beneficial Direct (D) Ownership (Instr. 4) or Indirect

(A) Amount (D)

Transaction(s) (Instr. 3 and 4) Price

(Instr. 4)

Class B Common

09/05/2012

M 17,500

Code V

91,332

D

Class B Common

Stock

09/05/2012

F 12,728

D \$ 40.36 78,604

D

Stock

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

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SEC 1474 (9-02)

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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. Transacti Code (Instr. 8)	5. Number of tiorDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option To Purchase Class B Common Stock	\$ 24.445	09/05/2012		M		17,500	<u>(1)</u>	11/20/2012	Class B Common Stock	17,500

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Senior Vice President

OSTEEN DEBRA K

UNIVERSAL HEALTH SERVICES, INC.

367 SOUTH GULPH ROAD

KING OF PRUSSIA, PA 19406

Signatures

/s/ Steve Filton, Attorney-in-Fact for Ms.
Osteen 09/05/2012

**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.

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.

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