

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>OSTEEN DEBRA K</u> (Last) (First) (Middle) UNIVERSAL HEALTH SERVICES, INC. 367 SOUTH GULPH ROAD (Street) KING OF PRUSSIA PA 19406 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>UNIVERSAL HEALTH SERVICES INC [UHS]</u>	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) <u>Senior Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/03/2010</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 B Common Stock	03/03/2010		M		17,500	A	\$16.22	87,654	D	
Class B Common Stock	03/03/2010		F		11,480	D	\$32.04	76,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$31.892	75,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$31.944	74,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$31.952	73,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$31.954	72,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$32	71,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$32.0926	70,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$32.0939	69,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$32.1013	68,174	D	
Class B Common Stock	03/03/2010		S		1,000	D	\$32.112	67,174	D	
Class B Common Stock	03/03/2010		S		2,000	D	\$32.1605	65,174	D	
Class B Common Stock	03/03/2010		S		500	D	\$32.22	64,674	D	
Class B Common Stock	03/03/2010		S		900	D	\$32.2442	63,774	D	
Class B Common Stock	03/03/2010		S		600	D	\$32.26	63,174	D	
Class B Common Stock	03/03/2010		S		1,200	D	\$32.2326	61,974	D	
Class B Common Stock	03/03/2010		S		800	D	\$32.24	61,174	D	
Class B Common Stock	03/03/2010		S		800	D	\$32.2826	60,374	D	
Class B Common Stock	03/03/2010		S		200	D	\$32.284	60,174	D	

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option To Purchase Class B Common Stock	\$16.22	03/03/2010		M			17,500	(I)	11/20/2013	Class B Common Stock	17,500	\$0	52,500	D	

Explanation of Responses:

1. The option vested on 11/21/2009.

/s/ Debra K. Osteen

03/03/2010

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.