

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL                                 |           |
|--|-----------|
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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

|  |   |  |
|--|---|--|
| 1. Name and Address of Reporting Person*<br><u>PANTALEONI ANTHONY</u><br><br>(Last) (First) (Middle)<br><u>FULBRIGHT &amp; JAWORSKI LLP</u><br><u>666 FIFTH AVENUE</u><br><br>(Street)<br><u>NEW YORK NY 10103</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>UNIVERSAL HEALTH SERVICES INC [ UHS ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>07/29/2004</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            | 07/29/2004                           |  | M                              |   | 10,000  | A          | \$16.875 | 13,556  | D  |   |
| Class B Common Stock            |                                      |  |                                |   |   |            |          | 3,780   | I  | Trustee f/b/o Family                                  |

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 |   |  |  |   |  |
| Option to Purchase Class B Common Stock    | \$16.875   | 07/29/2004                           |  | M                              |   | 10,000   |     | 11/17/2000   | 11/17/2004      | Option to Purchase Class B Common Stock   | 10,000                                     | 30,000   | D   |  |

Explanation of Responses:

Steve Filton, as Attorney-in-Fact

07/30/2004

\*\* 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.

POWER OF ATTORNEY

I, Anthony Pantaleoni, do hereby designate Kirk E. Gorman, Steve Filton and Bruce R. Gilbert to act as my lawful attorneys-in-fact to execute and have delivered on r  
Such necessary forms shall consist of Form 4, Statement of Changes in Beneficial Ownership and Form 5, Annual Statement of Changes in Beneficial Ownership.  
I hereby ratify and confirm all that said attorney shall lawfully do or cause to be done by virtue hereof.

/s/ Anthony Pantaleoni

Signed and dated on this 9th day of August 2002.

The undersigned, Kirk E. Gorman, Steve Filton and Bruce R. Gilbert hereby affirm that we are the persons named herein as attorneys-in-fact and that our original sign

/s/ Kirk E. Gorman

/s/ Steve Filton

/s/ Bruce R. Gilbert

Signed and dated on this 9th day of August 2002.

COMMONWEALTH OF PENNSYLVANIA  
COUNTY OF MONTGOMERY

On this 9th day of August, in the year 2002, before me, Celeste A. Stellabott, personally appeared Anthony Pantaleoni, Kirk E. Gorman, Steve Filton and Bruce R. Gill

/s/ Celeste A. Stellabott (Seal)  
Signature of Notary Public