

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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>PANTALEONI ANTHONY</u> (Last) (First) (Middle) <u>FULBRIGHT & JAWORSKI LLP</u> <u>666 FIFTH AVENUE</u> (Street) <u>NEW YORK NY 10103</u> (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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/03/2011</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	03/03/2011		M		10,000	A	\$28.805	10,476	D	
Class B Common Stock	03/03/2011		M		7,500	A	\$24.445	17,976	D	
Class B Common Stock	03/03/2011		M		5,000	A	\$16.22	22,976	D	
Class B Common Stock	03/03/2011		F		11,503	D	\$48.03	11,473	D	
Class B Common Stock								12,228	I	AP-2 LLC
Class B Common Stock								7,560	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						Title
Option To Purchase Class B Common Stock	\$28.805	03/03/2011		M			10,000	(1)	09/13/2011	Class B Common Stock	10,000	\$0	0	D	
Option To Purchase Class B Common Stock	\$24.445	03/03/2011		M			7,500	(2)	11/21/2012	Class B Common Stock	7,500	\$0	2,500	D	
Option To Purchase Class B Common Stock	\$16.22	03/03/2011		M			5,000	(3)	11/21/2013	Class B Common Stock	5,000	\$0	5,000	D	

Explanation of Responses:

- 1. Option vested on each of 9/14/2007, 9/14/2008, 9/14/2009 and 9/14/2010.
- 2. Option vested on each of 11/21/2008, 11/21/2009 and 11/21/2010.
- 3. Option vested on each of 11/21/2009 and 11/21/2010.

/s/ Steve Filton, Attorney-in-Fact for Mr. Pantaleoni

03/04/2011

** 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.

