

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 CORPORATE CENTER 367SOUTH 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>Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/26/2005</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 <input type="checkbox"/> 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	05/26/2005		M ⁽¹⁾		94,000	A	(2)	137,258	D	
Class B Common Stock	05/26/2005		F		44,428	D	\$58.35	92,830	D	
Class B Common Stock	05/27/2005		S		100	D	\$58.01	92,730	D	
Class B Common Stock	05/27/2005		S		700	D	\$58.02	92,030	D	
Class B Common Stock	05/27/2005		S		2,400	D	\$58.03	89,630	D	
Class B Common Stock	05/27/2005		S		2,000	D	\$58.04	87,630	D	
Class B Common Stock	05/27/2005		S		1,900	D	\$58.05	85,730	D	
Class B Common Stock	05/27/2005		S		2,500	D	\$58.06	83,230	D	
Class B Common Stock	05/27/2005		S		1,100	D	\$58.07	82,130	D	
Class B Common Stock	05/27/2005		S		700	D	\$58.08	81,430	D	
Class B Common Stock	05/27/2005		S		400	D	\$58.09	81,030	D	
Class B Common Stock	05/27/2005		S		700	D	\$58.1	80,330	D	
Class B Common Stock	05/27/2005		S		1,900	D	\$58.11	78,430	D	
Class B Common Stock	05/27/2005		S		5,900	D	\$58.12	72,530	D	
Class B Common Stock	05/27/2005		S		2,500	D	\$58.13	70,030	D	
Class B Common Stock	05/27/2005		S		100	D	\$58.14	69,930	D	
Class B Common Stock	05/27/2005		S		200	D	\$58.16	69,730	D	
Class B Common Stock	05/27/2005		S		700	D	\$58.17	69,030	D	
Class B Common Stock	05/27/2005		S		1,100	D	\$58.18	67,930	D	
Class B Common Stock	05/27/2005		S		600	D	\$58.19	67,330	D	
Class B Common Stock	05/27/2005		S		1,400	D	\$58.2	65,930	D	
Class B Common Stock	05/27/2005		S		941	D	\$58.21	64,989	D	
Class B Common Stock	05/27/2005		S		600	D	\$58.22	64,389	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)
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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)	Code	V	4A. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Date Exercisable (Month/Day/Year)	Expiration Date (Month/Day/Year)	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)	
						(A)	(D)								Date Exercisable
Option to purchase Class B Common Stock	\$42.4063	05/26/2005		M			80,000	01/17/2002	01/17/2006	Class B Common Stock	80,000	\$42.4063	55,000	D	
Option to purchase Class B Common Stock	\$33.7188	05/26/2005		M			14,000	07/19/2001	07/19/2005	Class B Common Stock	14,000	\$33.7188	41,000	D	

Explanation of Responses:

- Consists of Class B Common Stock of Universal Health Services, Inc. (the "Class B Shares") issued upon exercise of stock options to purchase Class B Shares, at exercise prices of \$42.4063 and \$33.7188 per share.
- Exercise price of \$42.4063 per share was satisfied through the delivery of 44,428 Class B Shares held by the Reporting Person with a fair market value of \$58.35 per share.

/s/ Debra K. Osteen

05/31/2005

** 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.