

TANENBAUM MYLES H
Form 4
December 03, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
TANENBAUM MYLES H

2. Issuer Name and Ticker or Trading Symbol
UNIVERSAL HEALTH REALTY INCOME TRUST [UHT]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
A WISH COME TRUE, 2522
PEARL BUCK ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2009

___ Director ___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)
Trustee

BRISTOL, PA 19007

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Shares Of Beneficial Interest | 12/01/2009 | | M | 1,000 | A | \$ 14.75 | 8,975 | D |
| Shares Of Beneficial Interest | 12/01/2009 | | M | 1,000 | A | \$ 27.65 | 9,975 | D |
| Shares Of Beneficial Interest | 12/01/2009 | | F | 1,154 | D | \$ 30.35 | 8,821 | D |

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

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option To Purchase Shares Of Beneficial Interest | \$ 14.75 | 12/01/2009 | | M | 1,000 | <u>(1)</u> 03/10/2010 | | Shares Of Beneficial Interest | 1,000 |
| Option To Purchase Shares Of Beneficial Interest | \$ 27.65 | 12/01/2009 | | M | 1,000 | <u>(2)</u> 09/05/2012 | | Shares Of Beneficial Interest | 1,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|---------|
| | Director | 10% Owner | Officer | Other |
| TANENBAUM MYLES H A WISH COME TRUE 2522 PEARL BUCK ROAD BRISTOL, PA 19007 | | | | Trustee |

Signatures

/s/ Charles F. Boyle, Attorney-in-Fact for Mr. Tanenbaum
 12/03/2009

__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).

The option vested ratably on each of 3/10/2001, 3/10/2002, 3/10/2003 and 3/10/2004. The reporting person has also been granted

(1) Dividend Equivalent Rights on the same terms as the options, pursuant to which the reporting person received the accrued cash dividends upon exercise of the Dividend Equivalent Rights.

The option vested ratably on each of 9/5/2003, 9/5/2004, 9/5/2005 and 9/5/2006. The reporting person has also been granted Dividend

(2) Equivalent Rights on the same terms as the options, pursuant to which the reporting person received the accrued cash dividends upon exercise of the Dividend Equivalent Rights.

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.