

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.

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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.

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