

UNIVERSAL COMPRESSION HOLDINGS INC

Form 4

August 02, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5Check 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 \*  
TOWNSEND KIRK E2. Issuer Name and Ticker or Trading  
Symbol  
UNIVERSAL COMPRESSION  
HOLDINGS INC [UCO]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

4444 BRITTMOORE ROAD

(Street)

HOUSTON, TX 77041

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/29/20054. If Amendment, Date Original  
Filed(Month/Day/Year)☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below) Sr VP and Pres US Div6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	07/29/2005		M	3,708 A	\$ 6.73 30,310 <sup>(1)</sup>	D	
Common Stock, par value \$0.01 per share	07/29/2005		M	13,332 A	\$ 16.71 43,642 <sup>(1)</sup>	D	
Common Stock, par value \$0.01 per share	07/29/2005		M	14,286 A	\$ 21.5 57,928 <sup>(1)</sup>	D	

Common Stock, par value \$0.01 per share	07/29/2005	M	35,000	A	\$ 21.3	92,928 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	500	D	\$ 40.67	92,428 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	126	D	\$ 40.68	92,302 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	1,000	D	\$ 40.65	91,302 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	2,900	D	\$ 40.6	88,402 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	1,400	D	\$ 40.61	87,002 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	1,000	D	\$ 40.64	86,002 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	2,400	D	\$ 40.63	83,602 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	19,900	D	\$ 40.55	63,702 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	4,300	D	\$ 40.54	59,402 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	1,500	D	\$ 40.57	57,902 <sup>(1)</sup>	D
	07/29/2005	S	1,300	D		56,602 <sup>(1)</sup>	D

Common Stock, par value \$0.01 per share					\$ 40.56		
Common Stock, par value \$0.01 per share	07/29/2005	S	1,200	D	\$ 40.58	55,402 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	300	D	\$ 40.5	55,102 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	500	D	\$ 40.49	54,602 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	6,500	D	\$ 40.44	48,102 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	2,200	D	\$ 40.43	45,902 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	700	D	\$ 40.41	45,202 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	2,600	D	\$ 40.4	42,602 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	4,200	D	\$ 40.34	38,402 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	300	D	\$ 40.35	38,102 <sup>(1)</sup>	D
Common Stock, par value \$0.01 per share	07/29/2005	S	2,000	D	\$ 40.37	36,102 <sup>(1)</sup>	D
	07/29/2005	S	2,000	D		34,102 <sup>(1)</sup>	D

Common  
Stock, par  
value \$0.01  
per share

\$  
40.39

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.**

SEC 1474  
(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
Stock Option (right to buy)	\$ 6.73	07/29/2005		M		3,708		05/30/2000	02/20/2008	Common Stock	3,708
Stock Option (right to buy)	\$ 16.71	07/29/2005		M		13,332		03/10/2004	03/10/2013	Common Stock	13,332
Stock Option (right to buy)	\$ 21.5	07/29/2005		M		14,286		04/20/2001	04/20/2010	Common Stock	14,286
Stock Option (right to buy)	\$ 21.3	07/29/2005		M		35,000		02/19/2003	02/19/2012	Common Stock	35,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
	Sr VP and Pres US Div

TOWNSEND KIRK E  
4444 BRITTMOORE ROAD  
HOUSTON, TX 77041

## Signatures

D. Bradley Childers, Attorney-in-Fact for Kirk E.  
Townsend

08/02/2005

\_\_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).

(1) Includes 323 shares through the Employee Supplemental Savings Plan and 912 shares through the 401(k) Plan.

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.