Edgar Filing: UNIVERSAL COMPRESSION HOLDINGS INC - Form 4

	- 3	3 -	-			-	-					
UNIVERSAI Form 4 June 14, 2007	L COMPRESSIO	N HOLI	DINGS IN	IC								
FORM	1									PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287				
Check thi if no long	er								Expires:	Expires: January 31 2009		
subject to	SIAIEM	ENT O	F CHAN			ENEFICIAL OWNERSHIP OF				Estimated average		
	Section 16. SECURITIES							burden hours per				
Form 5	Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							response	0.5			
obligation	18 Section 17(a)							of 1935 or Sectio	n			
may conti <i>See</i> Instru 1(b).	nue.		of the Inv	•	•	- ·						
(Print or Type R	esponses)											
TOWNSEND KIRK E Symbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer					
			HOLDIN	NGS INC	[UCO]			(Chec	ck all applicable	e)		
(Month/Da			ate of Earliest Transaction nth/Day/Year)				Director 10% Owner Officer (give title below) Other (specify below)					
4444 BRITTMOORE ROAD06/12/20				2007				Sr VP and Pres US Div				
			Amendment, Date Original (Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)					
HOUSTON,	TX 77041							_X_ Form filed by 0 Form filed by N Person				
(City)	(State) (Zip)	Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any		med on Date, if	3.4. SecuritiesifTransactionAcquired (A) or CodeCodeDisposed of (D)ar)(Instr. 8)(Instr. 3, 4 and 5)			5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)					
Common				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Stock, par value \$0.01 per share	06/12/2007			А	4,000	А	\$0	36,050 <u>(1)</u>	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.

Edgar Filing: UNIVERSAL COMPRESSION HOLDINGS INC - Form 4

 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. Transactic Code (Instr. 8)	5. Number on f 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)	\$ 75.265	06/12/2007		А	7,247	06/12/2008 <u>(2)</u>	06/12/2017	Common Stock	7,247

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
TOWNSEND KIRK E 4444 BRITTMOORE ROAD HOUSTON, TX 77041			Sr VP and Pres US Div					
Signatures								
Kelly M. Battle, Attorney-in-Fa	act for Ki	rk E.	06/14/2007					
<u>**</u> Signature of Reporting	g 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 463 shares through the Employee Supplemental Savings Plan, 1,261 shares through the 401(k) Plan and 350 shares through the Employee Stock Purchase Plan.
- (2) This option vests in three equal installments beginning June 12, 2008.

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.