

Miller Marc D  
Form 4  
May 17, 2011

**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 \*  
Miller Marc D

2. Issuer Name and Ticker or Trading Symbol  
UNIVERSAL HEALTH SERVICES INC [UHS]

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

(Last) (First) (Middle)  
UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH GULPH ROAD

3. Date of Earliest Transaction (Month/Day/Year)  
05/16/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President

(Street)  
KING OF PRUSSIA, PA 19406

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

6. 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 (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 Ownership (Instr. 4) |        |   |                                   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------|---|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |        |   |                                   |
| Class B Common Stock            | 05/16/2011                           |  | J <sup>(1)</sup>               | V   | 21,240  | D  | \$ 0                              | 35,863 | I | By The Abby Miller King 2009 GRAT |
| Class B Common Stock            | 05/16/2011                           |  | J <sup>(1)</sup>               | V   | 21,240  | D  | \$ 0                              | 35,863 | I | By The Marc Daniel Miller 2009    |

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|                            |            |                        |   |        |   |      |         |   |  |
|----------------------------|------------|------------------------|---|--------|---|------|---------|---|--|
| Class B<br>Common<br>Stock | 05/16/2011 | <u>J<sup>(1)</sup></u> | V | 21,240 | D | \$ 0 | 35,863  | I | GRAT<br>By The<br>Marni<br>Spencer<br>2009<br>GRAT |
| Class B<br>Common<br>Stock | 05/16/2011 | <u>G<sup>(1)</sup></u> | V | 35,863 | D | \$ 0 | 0       | I | By The<br>Abby<br>Miller<br>King 2009<br>GRAT      |
| Class B<br>Common<br>Stock | 05/16/2011 | <u>G<sup>(1)</sup></u> | V | 35,863 | A | \$ 0 | 35,863  | I | The Abby<br>Danielle<br>Miller<br>2002 Trust       |
| Class B<br>Common<br>Stock | 05/16/2011 | <u>G<sup>(1)</sup></u> | V | 35,863 | D | \$ 0 | 0       | I | By The<br>Marc<br>Daniel<br>Miller<br>2009<br>GRAT |
| Class B<br>Common<br>Stock | 05/16/2011 | <u>G<sup>(1)</sup></u> | V | 35,863 | A | \$ 0 | 35,863  | I | The Marc<br>Daniel<br>Miller<br>2002 Trust         |
| Class B<br>Common<br>Stock | 05/16/2011 | <u>G<sup>(1)</sup></u> | V | 35,863 | D | \$ 0 | 0       | I | By The<br>Marni<br>Spencer<br>2009<br>GRAT         |
| Class B<br>Common<br>Stock | 05/16/2011 | <u>G<sup>(1)</sup></u> | V | 35,863 | A | \$ 0 | 35,863  | I | The Marni<br>Spencer<br>2002 Trust                 |
| Class B<br>Common<br>Stock |            |                        |   |        |   |      | 29,191  | D |  |
| Class B<br>Common<br>Stock |            |                        |   |        |   |      | 296,024 | I | By MMA<br>Family,<br>LLC                           |
| Class B<br>Common<br>Stock |            |                        |   |        |   |      | 27,982  | I | By The<br>Abby<br>Miller<br>King 2010<br>GRAT      |
|                            |            |                        |   |        |   |      | 26,897  | I |  |

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|                            |  |  |  |        |   |  |  |
|----------------------------|--|--|--|--------|---|--|--|
| Class B<br>Common<br>Stock |  |  |  |        |   |  | By The<br>Abby<br>Miller<br>King 2010<br>GRAT (A)      |
| Class B<br>Common<br>Stock |  |  |  | 27,982 | I |  | By The<br>Marc<br>Daniel<br>Miller<br>2010<br>GRAT     |
| Class B<br>Common<br>Stock |  |  |  | 26,897 | I |  | By The<br>Marc<br>Daniel<br>Miller<br>2010<br>GRAT (A) |
| Class B<br>Common<br>Stock |  |  |  | 27,982 | I |  | By The<br>Marni<br>Spencer<br>2010<br>GRAT             |
| Class B<br>Common<br>Stock |  |  |  | 26,897 | I |  | By The<br>Marni<br>Spencer<br>2010<br>GRAT (A)         |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or   |

Number  
of  
Shares

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |           |       |
|---|---------------|-----------|-----------|-------|
|   | Director      | 10% Owner | Officer   | Other |
| Miller Marc D<br>UNIVERSAL HEALTH SERVICES, INC.<br>367 SOUTH GULPH ROAD<br>KING OF PRUSSIA, PA 19406 | X             |           | President |       |

## Signatures

/s/ Marc D.  
Miller

05/17/2011

\_\_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) On May 16, 2011, each of The Marc Daniel Miller 2009 GRAT, The Marni Spencer 2009 GRAT and The Abby Miller King 2009 GRAT terminated and distributed 21,240 shares of Class B Common Stock to Alan B. Miller. Mr. Marc D. Miller serves as Co-Trustee of each of these GRATs. The remaining 35,863 shares of Class B Common Stock from each of The Marc Daniel Miller 2009 GRAT, The Marni Spencer 2009 GRAT and The Abby Miller King 2009 GRAT were distributed to each of the The Marc Daniel Miller 2002 Trust, The Marni Spencer 2002 Trust and The Abby Miller King 2002 Trust.

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.