

UNIVERSAL HEALTH SERVICES INC
 Form 4
 January 30, 2014

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 ALAN B

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)
 01/28/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman and CEO

(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)
				(A) or (D)	Price		
				Code	V	Amount	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(2)</u>		17,411		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	17,411
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(2)</u>		17,411		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	17,411
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(2)</u>		23,214		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	23,214
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(2)</u>		23,214		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	23,214
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(2)</u>		17,411		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	17,411
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(2)</u>		17,411		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	17,411
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(3)</u>		26,575		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	26,575
Class A Common Stock	<u>(1)</u>	01/28/2014		<u>J(3)</u>		35,435		<u>(4)</u>	<u>(5)</u>	Class B Common Stock	35,435

Class A Common Stock	(1)	01/28/2014	J(3)	26,575	(4)	(5)	Class B Common Stock	26,575
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER ALAN B UNIVERSAL HEALTH SERVICES, INC. 367 SOUTH GULPH ROAD KING OF PRUSSIA, PA 19406	X	X	Chairman and CEO	

Signatures

/s/ Alan B. Miller 01/30/2014

**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) The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.
On January 28, 2014, each of The Abby Miller King 2012 GRAT and The Marni Spencer 2012 GRAT terminated and transferred 17,411 shares of Class A Common Stock to Alan B. Miller. On January 28, 2014, The Marc Daniel Miller 2012 GRAT terminated and transferred 23,214 shares of Class A Common Stock to Alan B. Miller. The transfer resulted in a change of beneficial ownership from indirect to direct. Mr. Miller's pecuniary interest in these shares is unchanged.
- (2) On January 28, 2014, each of The Abby Miller King 2012 GRAT and The Marni Spencer 2012 GRAT terminated and pursuant to its terms distributed 26,575 shares of Class A Common Stock to certain Trusts for the benefit of Mr. Miller's family. On January 28, 2014, The Marc Daniel Miller 2012 GRAT terminated and pursuant to its terms distributed 35,435 shares of Class A Common Stock to certain Trusts for the benefit of Mr. Miller's family. Mr. Miller has no beneficial or pecuniary interest in those trusts.
- (3) The Marc Daniel Miller 2012 GRAT terminated and pursuant to its terms distributed 35,435 shares of Class A Common Stock to certain Trusts for the benefit of Mr. Miller's family. Mr. Miller has no beneficial or pecuniary interest in those trusts.
- (4) Immediately
- (5) Not Applicable

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.