

Miller Marc D
Form 4
July 05, 2012

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)
07/02/2012

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

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) | |
|--|--|--------------------------------------|--|--------------------------------|---|---------|-----|--|-----------------|---|-------------------------|
| | | | | | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Class A Common Stock | (1) | 07/02/2012 | | J(2) | | 118,900 | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common Stock | (1) | 07/02/2012 | | J(2) | 118,900 | | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common Stock | (1) | 07/02/2012 | | J(2) | | 118,900 | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common Stock | (1) | 07/02/2012 | | J(2) | 118,900 | | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common Stock | (1) | 07/02/2012 | | J(2) | | 118,900 | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common Stock | (1) | 07/02/2012 | | J(2) | 118,900 | | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common Stock | (1) | 07/03/2012 | | J(3) | | 118,900 | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common Stock | (1) | 07/03/2012 | | J(3) | 118,900 | | | (4) | (5) | Class B Common Stock | 118,900 |
| Class A Common | (1) | 07/03/2012 | | J(3) | | 118,900 | | (4) | (5) | Class B Common | 118,900 |

Stock

Stock

| | | | | | | | | |
|----------------------------|------------|------------|------------------|---------|------------|------------|----------------------------|---------|
| Class A Common Stock | <u>(1)</u> | 07/03/2012 | J ⁽³⁾ | 118,900 | <u>(4)</u> | <u>(5)</u> | Class B Common Stock | 118,900 |
|----------------------------|------------|------------|------------------|---------|------------|------------|----------------------------|---------|

| | | | | | | | | |
|----------------------------|------------|------------|------------------|---------|------------|------------|----------------------------|---------|
| Class A Common Stock | <u>(1)</u> | 07/03/2012 | J ⁽³⁾ | 118,900 | <u>(4)</u> | <u>(5)</u> | Class B Common Stock | 118,900 |
|----------------------------|------------|------------|------------------|---------|------------|------------|----------------------------|---------|

| | | | | | | | | |
|----------------------------|------------|------------|------------------|---------|------------|------------|----------------------------|---------|
| Class A Common Stock | <u>(1)</u> | 07/03/2012 | J ⁽³⁾ | 118,900 | <u>(4)</u> | <u>(5)</u> | Class B Common Stock | 118,900 |
|----------------------------|------------|------------|------------------|---------|------------|------------|----------------------------|---------|

Reporting Owners

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

Signatures

/s/ Marc D.
Miller

07/05/2012

**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) These shares are convertible to Class B Common Stock on a share for share basis.

On July 2, 2012, 118,900 shares of Class A Common Stock (the "Shares") were distributed from A. Miller Family LLC to each of The
(2) Marc Daniel Miller 2002 Trust, The Marni Spencer 2002 Trust and The Abby Danielle Miller 2002 Trust. The Shares were then distributed to Mr. Marc Miller, Ms. Marni Spencer and Ms. Abby Miller King, respectively.

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- (3) On July 3, 2012, all of the Shares were transferred by Mr. Marc Miller, Ms. Marni Spencer and Ms. Abby Miller King to The Marc Daniel Miller Family 2012 Trust, The Marni Spencer Family 2012 Trust and The Abby Miller King Family 2012 Trust, respectively.
- (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.

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