MILLER ALAN B

Form 4

January 21, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. See Instruction

30(h) of the Investment Company Act of 1940

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

MILLER ALAN B

UNIVERSAL HEALTH SERVICES INC [UHS]

(Check all applicable)

(Last) (First) (Middle)

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

01/20/2010

X Director X 10% Owner X_ Officer (give title Other (specify

Chairman and CEO

UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH

GULPH ROAD

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

KING OF PRUSSIA, PA 19406

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of

Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

Code (D) (Instr. 8) (Instr. 3, 4 and 5)

7. Nature of Indirect Securities Ownership Beneficially Form: Direct Beneficial Owned (D) or Ownership Following Indirect (I) (Instr. 4)

Reported Transaction(s) (Instr. 4)

(A) (Instr. 3 and 4) Code V (D) Price Amount

Class B 49,472 Common 01/20/2010 Α \$0 460,919 D

Stock

By Alan Class B Miller Common 46,000 Ι Family Stock Foundation

Class B 29,114 Ι By The Common

Abby Miller

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Stock			King 2008 GRAT
Class B Common Stock	29,114	I	By The Marc Daniel Miller 2008 GRAT
Class B Common Stock	29,114	I	By The Marni Spencer 2008 GRAT
Class B Common Stock	80,000	I	By The Abby Miller King 2009 GRAT
Class B Common Stock	80,000	I	By The Marc Daniel Miller 2009 GRAT
Class B Common Stock	80,000	I	By The Marni Spencer 2009 GRAT

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)

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. Transa Code (Instr.		5. biNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)
				Code	v	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MILLER ALAN B

UNIVERSAL HEALTH SERVICES, INC. 367 SOUTH GULPH ROAD

KING OF PRUSSIA, PA 19406

Signatures

/s/ Steve Filton, Attorney-in-Fact for Alan B.
Miller
01/21/2010

**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 restricted shares were granted pursuant to Mr. Miller's employment agreement and shall vest ratably on each of 1/20/2011, 1/20/2012, 1/20/2013 and 1/20/2014.
- (2) Mr. Miller disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that Mr. Miller is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.

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