

MILLER ALAN B
Form 4
March 10, 2010

FORM 4

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

OMB APPROVAL

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

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

3. Date of Earliest Transaction (Month/Day/Year)
03/09/2010

KING OF PRUSSIA, PA 19406
(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Class B Common Stock	03/09/2010		S	V 50,000 D	\$ 32.8154 (1)	381,574	D
Class B Common Stock	03/09/2010		G	V 40,000 D	\$ 0	341,574	D
Class B Common Stock	03/09/2010		S	25,000 D	\$ 32.827 (2)	4,114	I By The Abby Miller King

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Class B Common Stock	03/09/2010	S	25,000	D	\$ 32.2882 <u>(3)</u>	4,114	I	2008 GRAT By The Marc Daniel Miller 2008 GRAT
Class B Common Stock	03/09/2010	S	25,000	D	\$ 32.827 <u>(4)</u>	4,114	I	By The Marni Spencer 2008 GRAT
Class B Common Stock	03/10/2010	M	60,000	A	\$ 24.425	401,574	D	
Class B Common Stock	03/10/2010	F	50,963	D	\$ 32.54	350,611	D	
Class B Common Stock	03/10/2010	<u>J(5)</u>	42,000	D	\$ 0	308,611	D	
Class B Common Stock	03/10/2010	<u>J(5)</u>	42,000	A	\$ 0	42,000	I	By The Abby Miller King 2010 GRAT
Class B Common Stock	03/10/2010	<u>J(5)</u>	42,000	D	\$ 0	266,611	D	
Class B Common Stock	03/10/2010	<u>J(5)</u>	42,000	A	\$ 0	42,000	I	By The Marc Daniel Miller 2010 GRAT
Class B Common Stock	03/10/2010	<u>J(5)</u>	42,000	D	\$ 0	224,611	D	
Class B Common Stock	03/10/2010	<u>J(5)</u>	42,000	A	\$ 0	42,000	I	By The Marni Spencer 2010 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.

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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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. 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option To Purchase Class B Common Stock	\$ 24.425	03/10/2010		M	60,000	<u>(6)</u>	03/14/2010	Class B Common Stock	60,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

