

MILLER ALAN B
Form 4
June 09, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/07/2010

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

UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH GULPH ROAD

(Street)

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

KING OF PRUSSIA, PA 19406

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Class B Common Stock | 06/07/2010 | | A | V 68,691 (1) A \$ 41.635 | 295,268 | D | |
| Class B Common Stock | 06/09/2010 | | J(2) | V 26,897 D \$ 0 | 268,371 | D | |
| Class B Common Stock | 06/09/2010 | | J(2) | V 26,897 A \$ 0 | 26,897 | I | By The Marni Spencer 2010 |

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| | | | | | | | | | GRAT (A) | |
|----------------------------|------------|--|--------------|---|--------|---|------|---------|-------------|---|
| Class B Common Stock | 06/09/2010 | | <u>J</u> (2) | V | 26,897 | D | \$ 0 | 241,474 | D | |
| Class B Common Stock | 06/09/2010 | | <u>J</u> (2) | V | 26,897 | A | \$ 0 | 26,897 | I | By The Marc Daniel Miller 2010 GRAT (A) |
| Class B Common Stock | 06/09/2010 | | <u>J</u> (2) | V | 26,897 | D | \$ 0 | 214,577 | D | |
| Class B Common Stock | 06/09/2010 | | <u>J</u> (2) | V | 26,897 | A | \$ 0 | 26,897 | I | By The Abby Miller King 2010 GRAT (A) |
| Class B Common Stock | | | | | | | | 57,103 | I | By The Abby Miller King 2009 GRAT |
| Class B Common Stock | | | | | | | | 42,000 | I | By The Abby Miller King 2010 GRAT |
| Class B Common Stock | | | | | | | | 57,103 | I | By The Marc Daniel Miller 2009 GRAT |
| Class B Common Stock | | | | | | | | 42,000 | I | By The Marc Daniel Miller 2010 GRAT |

| | | | |
|----------------------------|--------|---|--|
| Class B Common Stock | 57,103 | I | By The Marni Spencer 2009 GRAT |
| Class B Common Stock | 42,000 | I | By The Marni Spencer 2010 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. 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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

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

06/09/2010

Date

__Signature of
Reporting Person

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 June 7, 2010, each of The Marc Daniel Miller 2009 GRAT, The Marni Spencer 2009 GRAT and The Abby Miller King 2009 GRAT transferred 22,897 shares of Class B 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 June 9, 2010, Mr. Alan B. Miller transferred 26,897 shares of Class B Common Stock to each of The Marc Daniel Miller 2010 GRAT (A), The Marni Spencer 2010 GRAT (A) and The Abby Miller King 2010 GRAT (A). These shares were previously directly held by Mr. Alan B. Miller and the transfer resulted in a change of beneficial ownership from direct to indirect. Mr. Miller's pecuniary interest in these shares is unchanged.

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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