

Miller Marc D  
Form 4  
May 01, 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)  
04/27/2012

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class B Common Stock            | 04/27/2012                           |  | J <sup>(1)</sup>               | 263,876 D   | \$ 0 32,148   | I  | By MMA Family, LLC                                    |
| Class B Common Stock            | 04/27/2012                           |  | J <sup>(1)</sup>               | 32,148 D  | \$ 0 0  | I  | By MMA Family, LLC                                    |
| Class B Common Stock            | 04/30/2012                           |  | G <sup>(2)</sup>               | V 59,900 A  | \$ 0 59,900   | I  | The Abby Miller King 2011 Family                      |

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| Class                      | Date       | Code               | Quantity | Value | Cost | Gain/Loss | Category | Trust Name  |
|----------------------------|------------|--------------------|----------|-------|------|-----------|----------|---|
| Class B<br>Common<br>Stock | 04/30/2012 | G <sup>(2)</sup> V | 59,900   | A     | \$ 0 | 59,900    | I        | The Marc<br>Daniel<br>Miller<br>2011<br>Family<br>Trust |
| Class B<br>Common<br>Stock | 04/30/2012 | G <sup>(2)</sup> V | 59,900   | A     | \$ 0 | 59,900    | I        | The Marni<br>Spencer<br>2011<br>Family<br>Trust         |
| Class B<br>Common<br>Stock |            |                    |          |       |      | 29,191    | D        |   |
| Class B<br>Common<br>Stock |            |                    |          |       |      | 22,698    | I        | By The<br>Abby<br>Miller<br>King 2010<br>GRAT (A)       |
| Class B<br>Common<br>Stock |            |                    |          |       |      | 22,698    | I        | By The<br>Marc<br>Daniel<br>Miller<br>2010<br>GRAT (A)  |
| Class B<br>Common<br>Stock |            |                    |          |       |      | 22,698    | I        | By The<br>Marni<br>Spencer<br>2010<br>GRAT (A)          |
| Class B<br>Common<br>Stock |            |                    |          |       |      | 25,863    | I        | The Abby<br>Danielle<br>Miller<br>2002 Trust            |
| Class B<br>Common<br>Stock |            |                    |          |       |      | 25,863    | I        | The Marc<br>Daniel<br>Miller<br>2002 Trust              |
| Class B<br>Common<br>Stock |            |                    |          |       |      | 25,863    | I        | The Marni<br>Spencer<br>2002 Trust                      |

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**

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required to respond unless the form displays a currently valid OMB control number.

**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. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

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

## Signatures

/s/ Marc D. Miller 05/01/2012

\*\*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) On April 27, 2012, MMA Family, LLC made a distribution of (i) 263,876 shares of UHS Class B Common Stock to Mr. Alan B. Miller, as a member, and (ii) 32,148 shares of UHS Class B Common Stock to Jill S. Miller, Mr. Alan B. Miller's spouse, as a member.
- On April 30, 2012, Mr. Alan B. Miller transferred 59,900 shares of UHS Class B Common Stock to each of The Marc Daniel Miller 2011 Family Trust, The Marni Spencer 2011 Family Trust and The Abby Miller King 2011 Family Trust. These shares were previously directly held by Alan B. Miller and the transfer resulted in a change of beneficial ownership from direct to indirect. Alan B. Miller's pecuniary interest in these shares is unchanged. Mr. Marc D. Miller disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that Mr. Marc D. 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.