

UNIVERSAL HEALTH SERVICES INC
 Form 4
 March 30, 2017

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 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)
 03/29/2017

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 Ownership (Instr. 4)			
			Code	V	Amount or (D) Price					
Class B Common Stock	03/29/2017		A ⁽¹⁾		16,057	A	\$ 0	934,088	D	
Class B Common Stock								14,858	I	AMK 2014 LLC held by The Abby Danielle Miller 2002 Trust
								22,259	I	

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Class B Common Stock			AMK 2014 LLC held by The Abby Miller King 2015 GRAT
Class B Common Stock	62,883	I	AMK 2014 LLC held by The Abby Miller King 2017 GRAT
Class B Common Stock	55,763	I	By The Abby Miller King 2011 Family Trust
Class B Common Stock	14,858	I	MDM 2014 LLC held by The Marc Daniel Miller 2002 Trust
Class B Common Stock	22,259	I	MDM 2014 LLC held by The Marc Daniel Miller 2015 GRAT
Class B Common Stock	62,883	I	MDM 2014 LLC held by The Marc Daniel Miller 2017 GRAT
Class B Common Stock	14,858	I	MS 2014 LLC held by The Marni Spencer 2002 Trust
Class B Common Stock	22,259	I	MS 2014 LLC held by The Marni Spencer 2015 GRAT
Class B Common Stock	62,883	I	MS 2014 LLC held by The Marni Spencer 2017 GRAT

Class B Common Stock	19,000	I	The Alan and Jill Miller Foundation
Class B Common Stock	59,900	I	The Marc Daniel Miller 2011 Family Trust
Class B Common Stock	55,763	I	The Marni Spencer 2011 Family Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount of Number of Shares
Option To Purchase Class B Common Stock	\$ 124.56	03/29/2017		A	590,000	(2) 03/28/2022	Class B Common Stock	590,000

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/ Steve Filton, Attorney-in-Fact for Alan B.
Miller

03/30/2017

__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 the Universal Health Services, Inc. Amended and Restated 2010 Employees' Restricted Stock Purchase Plan and shall vest ratably on each of 3/29/2018, 3/29/2019, 3/29/2020 and 3/29/2021.
- (2) Option vests ratably on each of 3/29/2018, 3/29/2019, 3/29/2020 and 3/29/2021.

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.