

MILLER ALAN B
Form 4
September 12, 2011

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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
09/08/2011

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 or Price | | |
| Class B Common Stock | 09/08/2011 | | M | | 200,000 | A | \$ 29.26 489,623 D |
| Class B Common Stock | 09/08/2011 | | F | | 166,325 | D | \$ 40.57 323,298 D |
| Class B Common Stock | 09/09/2011 | | M | | 100,000 | A | \$ 29.26 423,298 D |

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| | | | | | | | | |
|----------------------------|------------|---|---------|---|-------------|---------|---|---|
| Class B Common Stock | 09/09/2011 | F | 85,091 | D | \$ 38.85 | 338,207 | D | |
| Class B Common Stock | 09/09/2011 | M | 100,000 | A | \$ 29.26 | 438,207 | D | |
| Class B Common Stock | 09/09/2011 | F | 86,306 | D | \$ 37.84 | 351,901 | D | |
| Class B Common Stock | | | | | | 27,982 | I | By The Abby Miller King 2010 GRAT |
| Class B Common Stock | | | | | | 22,698 | I | By The Abby Miller King 2010 GRAT (A) |
| Class B Common Stock | | | | | | 27,982 | I | By The Marc Daniel Miller 2010 GRAT |
| Class B Common Stock | | | | | | 22,698 | I | By The Marc Daniel Miller 2010 GRAT (A) |
| Class B Common Stock | | | | | | 27,982 | I | By The Marni Spencer 2010 GRAT |
| Class B Common Stock | | | | | | 22,698 | I | By The Marni Spencer 2010 GRAT (A) |

Class B
Common
Stock 2,560 I By Wife

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. 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Option To Purchase Class B Common Stock | \$ 29.26 | 09/08/2011 | | M | 200,000 | (1) 09/10/2011 | Class B Common Stock 200,000 |
| Option To Purchase Class B Common Stock | \$ 29.26 | 09/09/2011 | | M | 100,000 | (1) 09/10/2011 | Class B Common Stock 100,000 |
| Option To Purchase Class B Common Stock | \$ 29.26 | 09/09/2011 | | M | 100,000 | (1) 09/10/2011 | Class B Common Stock 100,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MILLER ALAN B UNIVERSAL HEALTH SERVICES, INC. | X | X | Chairman and CEO | |

367 SOUTH GULPH ROAD
KING OF PRUSSIA, PA 19406

Signatures

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

09/12/2011

__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) Options vested ratably on each of 9/11/2007, 9/11/2008, 9/11/2009 and 9/11/2010.

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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