

Miller Marc D  
Form 4  
December 11, 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 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)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President

(Last) (First) (Middle)

UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH GULPH ROAD

3. Date of Earliest Transaction (Month/Day/Year)  
12/08/2017

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

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            | 12/08/2017                           |  | M                              |   | \$ 22,500   | A  | 128,738   | D |                               |
| Class B Common Stock            | 12/08/2017                           |  | F                              |   | \$ 16,123   | D  | 112,615   | D |                               |
| Class B Common Stock            |                                      |  |                                |   |   |  | 14,858  | I | AMK 2014 LLC held by The Abby |

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|                            |        |   |   |
|----------------------------|--------|---|---|
| Class B<br>Common<br>Stock | 22,259 | I | Danielle<br>Miller<br>2002<br>Trust<br><br>AMK<br>2014 LLC<br>held by<br>The Abby<br>Miller<br>King<br>2015<br>GRAT |
| Class B<br>Common<br>Stock | 62,883 | I | AMK<br>2014 LLC<br>held by<br>The Abby<br>Miller<br>King<br>2017<br>GRAT  |
| Class B<br>Common<br>Stock | 14,858 | I | MDM<br>2014 LLC<br>held by<br>The Marc<br>Daniel<br>Miller<br>2002<br>Trust   |
| Class B<br>Common<br>Stock | 22,259 | I | MDM<br>2014 LLC<br>held by<br>The Marc<br>Daniel<br>Miller<br>2015<br>GRAT  |
| Class B<br>Common<br>Stock | 62,883 | I | MDM<br>2014 LLC<br>held by<br>The Marc<br>Daniel<br>Miller<br>2017<br>GRAT  |
| Class B<br>Common<br>Stock | 14,858 | I | MS 2014<br>LLC held<br>by The   |

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|                      |        |   |  |   |
|----------------------|--------|---|--|---|
|                      |        |   |  | 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 | 43,247 | I |  | The Abby Danielle Miller 2002 Trust             |
| Class B Common Stock | 55,763 | I |  | The Abby Miller King 2011 Family Trust          |
| Class B Common Stock | 44,110 | I |  | The Marc Daniel Miller 2002 Trust               |
| Class B Common Stock | 59,900 | I |  | The Marc Daniel Miller 2011 Family Trust        |
| Class B Common Stock | 43,247 | I |  | The Marni Spencer 2002 Trust                    |
| Class B Common       | 55,763 | I |  | The Marni                                       |

Stock

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) |        |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares |
| Option To Purchase Class B Common Stock    | \$ 53.38   | 12/08/2017                           |  | M                              | 22,500  | (1) 01/15/2018   | Class B Common Stock  | 22,500 |                            |

## 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 12/11/2017

\*\*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) Option vested ratably on 1/16/2017.

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