

MILLER ALAN B  
Form 4  
March 10, 2010

**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)  
03/09/2010

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Class B Common Stock            | 03/09/2010                           |  | S                              | V 50,000 D  | \$ 32.8154 (1)  | 381,574  | D   |
| Class B Common Stock            | 03/09/2010                           |  | G                              | V 40,000 D  | \$ 0  | 341,574  | D   |
| Class B Common Stock            | 03/09/2010                           |  | S                              | 25,000 D  | \$ 32.827 (2)   | 4,114  | I By The Abby Miller King                             |

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|                            |            |             |        |   |                             |         |   |  |
|----------------------------|------------|-------------|--------|---|-----------------------------|---------|---|--|
| Class B<br>Common<br>Stock | 03/09/2010 | S           | 25,000 | D | \$<br>32.2882<br><u>(3)</u> | 4,114   | I | 2008<br>GRAT<br><br>By The<br>Marc<br>Daniel<br>Miller<br>2008<br>GRAT |
| Class B<br>Common<br>Stock | 03/09/2010 | S           | 25,000 | D | \$ 32.827<br><u>(4)</u>     | 4,114   | I | By The<br>Marni<br>Spencer<br>2008<br>GRAT                             |
| Class B<br>Common<br>Stock | 03/10/2010 | M           | 60,000 | A | \$ 24.425                   | 401,574 | D |  |
| Class B<br>Common<br>Stock | 03/10/2010 | F           | 50,963 | D | \$ 32.54                    | 350,611 | D |  |
| Class B<br>Common<br>Stock | 03/10/2010 | <u>J(5)</u> | 42,000 | D | \$ 0                        | 308,611 | D |  |
| Class B<br>Common<br>Stock | 03/10/2010 | <u>J(5)</u> | 42,000 | A | \$ 0                        | 42,000  | I | By The<br>Abby<br>Miller<br>King<br>2010<br>GRAT                       |
| Class B<br>Common<br>Stock | 03/10/2010 | <u>J(5)</u> | 42,000 | D | \$ 0                        | 266,611 | D |  |
| Class B<br>Common<br>Stock | 03/10/2010 | <u>J(5)</u> | 42,000 | A | \$ 0                        | 42,000  | I | By The<br>Marc<br>Daniel<br>Miller<br>2010<br>GRAT                     |
| Class B<br>Common<br>Stock | 03/10/2010 | <u>J(5)</u> | 42,000 | D | \$ 0                        | 224,611 | D |  |
| Class B<br>Common<br>Stock | 03/10/2010 | <u>J(5)</u> | 42,000 | A | \$ 0                        | 42,000  | I | By The<br>Marni<br>Spencer<br>2010<br>GRAT                             |

|                            |        |   |  |
|----------------------------|--------|---|--|
| Class B<br>Common<br>Stock | 80,000 | I | By The<br>Abby<br>Miller<br>King<br>2009<br>GRAT   |
| Class B<br>Common<br>Stock | 80,000 | I | By The<br>Marc<br>Daniel<br>Miller<br>2009<br>GRAT |
| Class B<br>Common<br>Stock | 80,000 | I | By The<br>Marni<br>Spencer<br>2009<br>GRAT         |

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.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)    | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |        |
|--|--|---|---|--------------------------------------|--|--|---|-------------------------------------|--------|
|  |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                               |        |
| Option<br>To<br>Purchase<br>Class B<br>Common<br>Stock | \$ 24.425  | 03/10/2010                              |   | M                                    | 60,000   | <u>(6)</u>   | 03/14/2010  | Class B<br>Common<br>Stock          | 60,000 |

## Reporting Owners

Reporting Owner Name / Address

Relationships

## Edgar Filing: MILLER ALAN B - Form 4

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/ Alan B.    03/10/2010  
Miller

\_\_Signature of    Date  
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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.5400 to \$32.9800, inclusive. The reporting person undertakes to provide to Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes 1, 2, 3 and 4.
  - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.5600 to \$32.9800, inclusive.
  - (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.5500 to \$32.9800, inclusive.
  - (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.5500 to \$32.9800, inclusive.
  - (5) On March 10, 2010, Mr. Alan B. Miller transferred 42,000 shares of Class B Common Stock to each of The Marc Daniel Miller 2010 GRAT, The Marni Spencer 2010 GRAT and The Abby Miller King 2010 GRAT. 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.
  - (6) The option vested ratably on each of 3/15/2006, 3/15/2007, 3/15/2008 and 3/15/2009.

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.