

UNIVERSAL HEALTH SERVICES INC
 Form 4
 August 26, 2013

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 *
HOTZ ROBERT H

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)
HOULIHAN LOKEY HOWARD & ZUKIN, 245 PARK AVENUE, 20TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2013

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
NEW YORK, NY 10167

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)	(A) or (D)	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	Price		
Class B Common Stock	08/23/2013		M		11,250	\$ 30.32	D	
Class B Common Stock	08/23/2013		M		7,500	\$ 43.67	D	
Class B Common Stock	08/23/2013		M		3,750	\$ 36.95	D	

Class B
Common Stock 08/23/2013 F 11,589 D \$ 69.65 82,361 D

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

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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 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 or Number of Shares
Option To Purchase Class B Common Stock	\$ 30.32	08/23/2013		M	11,250	<u>(1)</u> 01/20/2015	Class B Common Stock 11,250
Option To Purchase Class B Common Stock	\$ 43.67	08/23/2013		M	7,500	<u>(2)</u> 01/19/2016	Class B Common Stock 7,500
Option To Purchase Class B Common Stock	\$ 36.95	08/23/2013		M	3,750	<u>(3)</u> 01/18/2017	Class B Common Stock 3,750

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HOTZ ROBERT H
HOULIHAN LOKEY HOWARD & ZUKIN X
245 PARK AVENUE, 20TH FLOOR
NEW YORK, NY 10167

Signatures

/s/ Steve Filton, Attorney-in-Fact for
Mr. Hotz 08/26/2013

__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) The option vested on 1/20/2013.
- (2) The option vested ratably on each of 1/19/2012 and 1/19/2013.
- (3) The option vested on 1/18/2013.

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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