Miller Marc D Form 4 May 17, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

3235-0287

0.5

January 31, Expires:

2005 Estimated average

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Miller Marc D

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

UNIVERSAL HEALTH SERVICES

(Check all applicable)

INC [UHS]

(Middle)

(Zip)

3. Date of Earliest Transaction

_X__ Director 10% Owner X_ Officer (give title Other (specify

(Month/Day/Year) 05/16/2011

below)

below) President

UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH **GULPH ROAD**

(Street)

(State)

05/16/2011

(First)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

I

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

KING OF PRUSSIA, PA 19406

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

(A)

\$0

4. Securities Acquired 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect (I) (Instr. 4)

Beneficial Ownership (Instr. 4)

(D) Code V Amount

V 21,240 D

Transaction(s) (Instr. 3 and 4) Price

> Abby Miller

By The

35,863 King 2009 **GRAT**

By The

 $J^{(1)}$ \$0 Ι V 21.240 D 35,863 Marc Daniel Miller

2009

Class B 05/16/2011

Common Stock

Class B

Stock

Common

Edgar Filing: Miller Marc D - Form 4

				GRAT
Class B Common Stock	05/16/2011	J(1) V 21,240 D \$0	35,863 I	By The Marni Spencer 2009 GRAT
Class B Common Stock	05/16/2011	G(1) V 35,863 D \$0	0 I	By The Abby Miller King 2009 GRAT
Class B Common Stock	05/16/2011	G(1) V 35,863 A \$0	35,863 I	The Abby Danielle Miller 2002 Trust
Class B Common Stock	05/16/2011	G(1) V 35,863 D \$0	0 I	By The Marc Daniel Miller 2009 GRAT
Class B Common Stock	05/16/2011	G(1) V 35,863 A \$0	35,863 I	The Marc Daniel Miller 2002 Trust
Class B Common Stock	05/16/2011	G(1) V 35,863 D \$0	0 I	By The Marni Spencer 2009 GRAT
Class B Common Stock	05/16/2011	G ⁽¹⁾ V 35,863 A \$0	35,863 I	The Marni Spencer 2002 Trust
Class B Common Stock			29,191 D	
Class B Common Stock			296,024 I	By MMA Family, LLC
Class B Common Stock			27,982 I	By The Abby Miller King 2010 GRAT
			26,897 I	

Edgar Filing: Miller Marc D - Form 4

Class B Common Stock			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	26,897	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	26,897	I	By The Marni Spencer 2010 GRAT (A)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/ e s	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V		Date Exercisable	Expiration Date	Title Amount or		

Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting 6 wher runner runners	Director	10% Owner	Officer	Other		
Miller Marc D UNIVERSAL HEALTH SERVICES, INC. 367 SOUTH GULPH ROAD KING OF PRUSSIA PA 19406	X		President			

Signatures

/s/ Marc D.
Miller

**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).
 - On May 16, 2011, each of The Marc Daniel Miller 2009 GRAT, The Marni Spencer 2009 GRAT and The Abby Miller King 2009 GRAT terminated and distributed 21,240 shares of Class B Common Stock to Alan B. Miller. Mr. Marc D. Miller serves as Co-Trustee of each
- (1) of these GRATs. The remaining 35,863 shares of Class B Common Stock from each of The Marc Daniel Miller 2009 GRAT, The Marni Spencer 2009 GRAT and The Abby Miller King 2009 GRAT were distributed to each of the The Marc Daniel Miller 2002 Trust, The Marni Spencer 2002 Trust and The Abby Miller King 2002 Trust.

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.

Reporting Owners 4