

MILLER ALAN B  
Form 4  
March 21, 2019

**FORM 4**

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

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

## OMB APPROVAL

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(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)

UNIVERSAL HEALTH  
SERVICES, INC., 367 SOUTH  
GULPH ROAD

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/20/2019

☐ Director ☒ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman and CEO

(Street)

KING OF PRUSSIA, PA 19406

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|---|--|--|---|---|
|---------------------------------------|---|---|---|--|--|---|---|

Class B

Common  
Stock

03/20/2019

A<sup>(1)</sup>

7,462

A

\$ 0

1,158,203

D

Class B

Common  
Stock

31,319

I

AMK 2014  
LLC as held  
by Alan B.  
Miller

Class B

Common  
Stock

51,933

I

AMK 2014  
LLC as held  
by The Abby

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|                            |         |   |  |   |
|----------------------------|---------|---|--|---|
|                            |         |   |  | Miller King<br>2018 GRAT  |
|                            |         |   |  | AMK 2014<br>LLC held by<br>The Abby<br>Danielle<br>Miller 2002<br>Trust |
| Class B<br>Common<br>Stock | 16,748  | I |  |   |
| Class B<br>Common<br>Stock | 55,763  | I |  | By The<br>Abby Miller<br>King 2011<br>Family Trust                      |
| Class B<br>Common<br>Stock | 44,896  | I |  | MDM 2014<br>LLC as held<br>by Alan B.<br>Miller                         |
| Class B<br>Common<br>Stock | 131,097 | I |  | MDM 2014<br>LLC as held<br>by The Marc<br>Daniel<br>Miller 2018<br>GRAT |
| Class B<br>Common<br>Stock | 24,007  | I |  | MDM 2014<br>LLC held by<br>The Marc<br>Daniel<br>Miller 2002<br>Trust   |
| Class B<br>Common<br>Stock | 31,319  | I |  | MS 2014<br>LLC as held<br>by Alan B.<br>Miller                          |
| Class B<br>Common<br>Stock | 51,933  | I |  | MS 2014<br>LLC as held<br>by The<br>Marni<br>Spencer<br>2018 GRAT       |
| Class B<br>Common<br>Stock | 16,748  | I |  | MS 2014<br>LLC held by<br>The Marni<br>Spencer<br>2002 Trust            |
| Class B<br>Common<br>Stock | 10,810  | I |  | The Alan<br>and Jill<br>Miller  |

|                            |        |   |   |
|----------------------------|--------|---|---|
| Class B<br>Common<br>Stock | 59,900 | I | Foundation<br><br>The Marc<br>Daniel<br>Miller 2011<br>Family Trust |
| Class B<br>Common<br>Stock | 55,763 | I | The Marni<br>Spencer<br>2011 Family<br>Trust                        |

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) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>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) |                    |                            |                                  |
|--|--|---|---|--------------------------------------|---|--|-----|---|--------------------|----------------------------|----------------------------------|
|  |  |   |   | Code                                 | V   | (A)  | (D) | Date<br>Exercisable   | Expiration<br>Date | Title                      | Amount of<br>Number of<br>Shares |
| Option<br>To<br>Purchase<br>Class B<br>Common<br>Stock | \$ 134.02  | 03/20/2019                              |   | A <sup>(2)</sup>                     |   | 590,000  |     | <sup>(3)</sup>  | 03/19/2024         | Class B<br>Common<br>Stock | 590,000                          |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| MILLER ALAN B<br>UNIVERSAL HEALTH SERVICES, INC.<br>367 SOUTH GULPH ROAD<br>KING OF PRUSSIA, PA 19406 | X             | X         | Chairman and CEO |       |

## Signatures

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

03/21/2019

\_\_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) These restricted shares were granted pursuant to the Universal Health Services, Inc. Amended and Restated 2010 Employees' Restricted Stock Purchase Plan and shall vest ratably on each of 03/20/2020 and 03/20/2021.
- (2) Option granted to purchase shares of Class B Common Stock under the Company's Third Amended and Restated 2005 Stock Incentive Plan.
- (3) Option vests ratably on each of 3/20/2020, 3/20/2021, 3/20/2022, and 3/20/2023.

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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