

UNIVERSAL HEALTH SERVICES INC
Form 8-K
May 22, 2014

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d)

of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 21, 2014

UNIVERSAL HEALTH SERVICES, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of
Incorporation or Organization)

1-10765
(Commission
File Number)

23-2077891
(I.R.S. Employer
Identification No.)

UNIVERSAL CORPORATE CENTER

367 SOUTH GULPH ROAD

KING OF PRUSSIA, PENNSYLVANIA 19406

(Address of principal executive office) (Zip Code)

Registrant's telephone number, including area code (610) 768-3300

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

On May 21, 2014, Universal Health Services, Inc. (the Company) held its 2014 Annual Meeting of Stockholders at the Company's Corporate Center at 367 South Gulph Road, King of Prussia, Pennsylvania.

At the Annual Meeting, the Company's stockholders voted to: (i) elect two Class III members of the Board of Directors for three-year terms scheduled to expire at the Company's 2017 Annual Meeting of Stockholders; (ii) approve the non-binding vote on named executive officer compensation, and; (iii) ratify the selection of PricewaterhouseCoopers, LLP, as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014. The final voting results were as follows:

Proposal No. 1: Election of Directors:

Alan B. Miller elected by the Class A and Class C Stockholders:

| | |
|---------------------|-----------|
| Votes cast in favor | 7,259,708 |
| Votes withheld | 0 |
| Broker non-votes | 0 |

Lawrence S. Gibbs elected by the Class B and Class D Stockholders:

| | |
|---------------------|------------|
| Votes cast in favor | 65,181,827 |
| Votes withheld | 3,938,590 |
| Broker non-votes | 5,143,576 |

Proposal No. 2: Advisory vote on named executive officer compensation:

| | |
|---------------------|------------|
| Votes cast in favor | 68,289,738 |
| Votes cast against | 285,439 |
| Votes abstained | 22,644 |
| Broker non-votes | 609,813 |

Proposal No. 3: The shareholder proposal regarding the selection of PricewaterhouseCoopers, LLP, for the fiscal year ending December 31, 2014:

| | |
|---------------------|------------|
| Votes cast in favor | 69,174,659 |
| Votes cast against | 17,939 |
| Votes abstained | 15,036 |
| Broker non-votes | 0 |

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Universal Health Services, Inc.

By: /s/ Steve Filton

Name: Steve Filton

Title: Senior Vice President and Chief Financial Officer

Date: May 22, 2014