

MILLER ALAN B

Form 4

September 11, 2009

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/11/2009

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

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 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)
			Code	V	Amount	(A) or (D)	Price
Class B Common Stock	09/11/2009		M		60,000	A	\$ 48.85
					286,945		D
Class B Common Stock	09/11/2009		F		48,318	D	\$ 60.66
					238,627		D
Class B Common Stock					23,000	I	By Alan Miller Family Foundation

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			⁽¹⁾
Class B Common Stock	14,557	I	By The Abby Miller King 2008 GRAT
Class B Common Stock	20,000	I	By The Abby Miller King 2008 GRAT (A)
Class B Common Stock	40,000	I	By The Abby Miller King 2009 GRAT
Class B Common Stock	14,557	I	By The Marc Daniel Miller 2008 GRAT
Class B Common Stock	20,000	I	By The Marc Daniel Miller 2008 GRAT (A)
Class B Common Stock	40,000	I	By The Marc Daniel Miller 2009 GRAT
Class B Common Stock	14,557	I	By The Marni Spencer 2008 GRAT
Class B Common Stock	20,000	I	By The Marni Spencer 2008 GRAT (A)
Class B Common Stock	40,000	I	By The Marni Spencer 2009 GRAT

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

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(9-02)

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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	\$ 48.85	09/11/2009		M	60,000	(2) 03/14/2010	Class B Common Stock 60,000

Reporting Owners

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

Signatures

/s/ Steve Filton,
Attorney-in-Fact 09/11/2009

__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) Mr. Miller disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that Mr. Miller is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

(2) Options vested on 3/15/2006, 3/15/2007 and 3/15/2008.

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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