

UNIVERSAL HEALTH SERVICES INC

Form 4

March 30, 2017

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

(Last) (First) (Middle)

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

(Street)

KING OF PRUSSIA, PA 19406

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

**UNIVERSAL HEALTH SERVICES
INC [UHS]**

3. Date of Earliest Transaction
(Month/Day/Year)
03/29/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)
Class B Common Stock	03/29/2017		A ⁽¹⁾	16,057	A \$ 0 934,088	D	

Class B
Common
Stock

14,858 I

22,259 I

AMK 2014
LLC held by
The Abby
Danielle
Miller 2002
Trust

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Class B Common Stock			AMK 2014 LLC held by The Abby Miller King 2015 GRAT
Class B Common Stock	62,883	I	AMK 2014 LLC held by The Abby Miller King 2017 GRAT
Class B Common Stock	55,763	I	By The Abby Miller King 2011 Family Trust
Class B Common Stock	14,858	I	MDM 2014 LLC held by The Marc Daniel Miller 2002 Trust
Class B Common Stock	22,259	I	MDM 2014 LLC held by The Marc Daniel Miller 2015 GRAT
Class B Common Stock	62,883	I	MDM 2014 LLC held by The Marc Daniel Miller 2017 GRAT
Class B Common Stock	14,858	I	MS 2014 LLC held by The Marni Spencer 2002 Trust
Class B Common Stock	22,259	I	MS 2014 LLC held by The Marni Spencer 2015 GRAT
Class B Common Stock	62,883	I	MS 2014 LLC held by The Marni Spencer 2017 GRAT

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Class B Common Stock	19,000	I	The Alan and Jill Miller Foundation
Class B Common Stock	59,900	I	The Marc Daniel Miller 2011 Family Trust
Class B Common Stock	55,763	I	The Marni Spencer 2011 Family Trust

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 o Number o Shares
Option To Purchase Class B Common Stock	\$ 124.56	03/29/2017		A		590,000		<u>(2)</u>	03/28/2022	Class B Common Stock	590,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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 for Alan B.
Miller

03/30/2017

__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 3/29/2018, 3/29/2019, 3/29/2020 and 3/29/2021.
- (2) Option vests ratably on each of 3/29/2018, 3/29/2019, 3/29/2020 and 3/29/2021.

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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