

MILLER ALAN B
Form 4
March 04, 2019

FORM 4

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

OMB APPROVAL

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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

(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)
02/28/2019

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

(Street)

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

KING OF PRUSSIA, PA 19406

(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 | 02/28/2019 | | M | | 300,000 | A | \$ 138.83 |
| | | | | | | | 1,304,153 |
| Class B Common Stock | 02/28/2019 | | F | | 224,603 | D | \$ 138.83 |
| | | | | | | | 1,079,550 |
| Class B Common Stock | 03/01/2019 | | M | | 100,000 | A | \$ 138.83 |
| | | | | | | | 1,179,550 |

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| | | | | | | | | |
|----------------------------|------------|---|---------|---|--------------|-----------|---|--|
| Class B Common Stock | 03/01/2019 | F | 74,868 | D | \$ 138.83 | 1,104,682 | D | |
| Class B Common Stock | 03/01/2019 | M | 100,000 | A | \$ 141.59 | 1,204,682 | D | |
| Class B Common Stock | 03/01/2019 | F | 74,237 | D | \$ 141.59 | 1,130,445 | D | |
| Class B Common Stock | | | | | | 51,933 | I | AMK 2014 LLC as held by The Abby Miller King 2018 GRAT |
| Class B Common Stock | | | | | | 16,748 | I | AMK 2014 LLC held by The Abby Danielle Miller 2002 Trust |
| Class B Common Stock | | | | | | 31,319 | 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 | | | | | | 131,097 | I | MDM 2014 LLC as held by The Marc Daniel Miller 2018 GRAT |
| Class B Common Stock | | | | | | 24,007 | I | MDM 2014 LLC held by The Marc |

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| | | | | |
|----------------------|--------|---|--|---|
| | | | | Daniel Miller 2002 Trust |
| Class B Common Stock | 44,896 | I | | MDM 2014 LLC held by The Marc Daniel Miller 2017 GRAT |
| Class B Common Stock | 51,933 | I | | MS 2014 LLC as held by The Marni Spencer 2018 GRAT |
| Class B Common Stock | 16,748 | I | | MS 2014 LLC held by The Marni Spencer 2002 Trust |
| Class B Common Stock | 31,319 | I | | MS 2014 LLC held by The Marni Spencer 2017 GRAT |
| Class B Common Stock | 10,810 | 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 of Number of Shares |
| Option To Purchase Class B Common Stock | \$ 78.17 | 02/28/2019 | | M | 300,000 | (1) 03/25/2019 | Class B Common Stock 300,000 |
| Option To Purchase Class B Common Stock | \$ 78.17 | 03/01/2019 | | M | 100,000 | (1) 03/25/2019 | Class B Common Stock 100,000 |
| Option To Purchase Class B Common Stock | \$ 78.17 | 03/01/2019 | | M | 100,000 | (1) 03/25/2019 | Class B Common Stock 100,000 |

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/ Alan B.
Miller

03/04/2019

__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) Option vests ratably on each of 3/26/2015, 3/26/2016, 3/26/2017 and 3/26/2018.

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