

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>MILLER ALAN B</u> (Last) (First) (Middle) <u>UNIVERSAL CORPORATE CENTER</u> <u>367 SOUTH GULPH ROAD</u> (Street) <u>KING OF PRUSSIA PA 19406</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>UNIVERSAL HEALTH SERVICES INC [UHS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/18/2005</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	11/18/2005		M ⁽¹⁾		600,000	A	\$42.4063 ⁽²⁾	1,018,515	D	
Class B Common Stock	11/18/2005		F		522,031	D	\$48.74	496,484	D	
Class B Common Stock	11/21/2005		S		5,000	D	\$48.55	491,484	D	
Class B Common Stock	11/21/2005		S		200	D	\$48.45	491,284	D	
Class B Common Stock	11/21/2005		S		5,100	D	\$48.42	486,184	D	
Class B Common Stock	11/21/2005		S		100	D	\$48.41	486,084	D	
Class B Common Stock	11/21/2005		S		4,700	D	\$48.4	481,384	D	
Class B Common Stock	11/21/2005		S		500	D	\$48.38	480,884	D	
Class B Common Stock	11/21/2005		S		1,000	D	\$48.37	479,884	D	
Class B Common Stock	11/21/2005		S		700	D	\$48.36	479,184	D	
Class B Common Stock	11/21/2005		S		2,700	D	\$48.35	476,484	D	
Class B Common Stock								33,000	I	Alan B. Miller Family Foundation
Class B Common Stock								400,000 ⁽³⁾	I	MMA Family, LLC ⁽⁴⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Class B Common Stock	\$42.4063	11/18/2005		M		600,000		01/17/2002	01/17/2006	Class B Common Stock	600,000	\$42.4063	0	D	

Explanation of Responses:

- Consists of Class B Common Stock of Universal Health Services, Inc. (the "Class B Shares") issued upon exercise of stock options to purchase Class B Shares, at an exercise price of \$42.4063 per share.
- Exercise price of \$42.4063 per share was satisfied through the delivery of 522,031 Class B Shares held by the Reporting Person with a fair market value of \$48.74 per share.
- Alan B. Miller transferred one-third of his 95% membership interest in MMA Family, LLC on September 30, 2005 to each of The Marc Daniel Miller 2005 GRAT, The Marni Spencer 2005 GRAT and The Abby Miller King 2005 GRAT (each, a "GRAT"). The Trustees of each GRAT are Alan B. Miller, Marc Daniel Miller and Anthony Pantaleoni.
- Includes 380,000 shares of Class B Common Stock contributed by Mr. Miller and 20,000 shares of Class B Common Stock contributed by Mr. Miller's spouse which are beneficially owned by him.

Alan B. Miller

11/22/2005

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.