

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <u>MILLER ALAN B</u> <hr/> (Last) (First) (Middle) UNIVERSAL HEALTH SERVICES, INC. 367 SOUTH GULPH ROAD <hr/> (Street) KING OF PRUSSIA PA 19406 <hr/> (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) <input type="checkbox"/> Other (specify below) <p style="text-align: center;"><b>Chairman and CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) 03/18/2020	
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	03/18/2020		A <sup>(1)</sup>		14,774	A	\$0	682,962	D	
Class B Common Stock								150,000	I	Abby Miller King 2020 GRAT
Class B Common Stock								20,977	I	AMK 2014 LLC as held by The Abby Miller King 2018 GRAT
Class B Common Stock								62,275	I	AMK 2014 LLC as held by The Abby Miller King 2019 GRAT
Class B Common Stock								16,748	I	AMK 2014 LLC held by The Abby Danielle Miller 2002 Trust
Class B Common Stock								55,763	I	By The Abby Miller King 2011 Family Trust
Class B Common Stock								200,000	I	Marc Daniel Miller 2020 GRAT
Class B Common Stock								150,000	I	Marni Spencer 2020 GRAT
Class B Common Stock								74,660	I	MDM 2014 LLC as held by The Marc Daniel Miller 2018 GRAT
Class B Common Stock								101,333	I	MDM 2014 LLC as held by the Marc Daniel Miller 2019 GRAT

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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								24,007	I	MDM 2014 LLC held by The Marc Daniel Miller 2002 Trust
Class B Common Stock								20,977	I	MS 2014 LLC as held by The Marni Spencer 2018 GRAT
Class B Common Stock								62,275	I	MS 2014 LLC as held by The Marni Spencer 2019 GRAT
Class B Common Stock								16,748	I	MS 2014 LLC held by The Marni Spencer 2002 Trust
Class B Common Stock								9,810	I	The Alan and Jill Miller Foundation <sup>(2)</sup>
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

**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
Option To Purchase Class B Common Stock	\$67.69	03/18/2020		A <sup>(3)</sup>		295,000		(4)	03/17/2025	Class B Common Stock	295,000	\$67.69	295,000	D	
Option To Purchase Class B Common Stock	\$74.46 <sup>(5)</sup>	03/18/2020		A <sup>(3)</sup>		349,399		(4)	03/17/2025	Class B Common Stock	349,399	\$74.46	349,399	D	

**Explanation of Responses:**

- 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 03/18/2021 and 03/18/2022.
- 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.
- Option granted to purchase shares of Class B Common Stock under the Company's Third Amended and Restated 2005 Stock Incentive Plan.
- Option vests ratably on each of 3/18/2021, 3/18/2022, 3/18/2023 and 3/18/2024.
- Options were granted at 110% of the market price on the date of the grant.

/s/ Steve Filton, Attorney-in-  
Fact for Alan B. Miller

03/20/2020

\*\* 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.

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