

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

| OMB APPROVAL | |
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| 1. Name and Address of Reporting Person* <u>Miller Marc D</u> (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 <u>UNIVERSAL HEALTH SERVICES INC [UHS]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">President</p> |
| | 3. Date of Earliest Transaction (Month/Day/Year) 11/12/2014 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) 11/13/2014 | | |

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 | 11/12/2014 | | J ⁽¹⁾ | | 100,000 | A | \$0 | 100,000 | I | AMK 2014 LLC |
| Class B Common Stock | 11/12/2014 | | J ⁽¹⁾ | | 100,000 | A | \$0 | 100,000 | I | MDM 2014 LLC |
| Class B Common Stock | 11/12/2014 | | J ⁽¹⁾ | | 100,000 | A | \$0 | 100,000 | I | MS 2014 LLC |

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 | | | | | |
| Class A Common Stock | (2) | 11/12/2014 | | J ⁽¹⁾ | | 100,000 | | (3) | (4) | Class B Common Stock | \$0 | 100,000 | I | AMK 2014 LLC |
| Class A Common Stock | (2) | 11/12/2014 | | J ⁽¹⁾ | | 150,000 | | (3) | (4) | Class B Common Stock | \$0 | 150,000 | I | MDM 2014 LLC |
| Class A Common Stock | (2) | 11/12/2014 | | J ⁽¹⁾ | | 100,000 | | (3) | (4) | Class B Common Stock | \$0 | 100,000 | I | MS 2014 LLC |

Explanation of Responses:

- This Amendment is to correct the date reported in Footnote 1 to November 12, 2014. On November 12, 2014, Mr. Alan B. Miller transferred 150,000 shares of Class A Common Stock to the MDM 2014 LLC and transferred 100,000 shares of Class A Common Stock to each of the AMK 2014 LLC and the MS 2014 LLC. On November 12, 2014, Mr. Alan B. Miller transferred 100,000 shares of Class B Common Stock to each of the AMK 2014 LLC, the MDM 2014 LLC and the MS 2014 LLC. These shares were previously directly held by Mr. Alan B. Miller and the transfer resulted in a change of beneficial ownership from direct to indirect. Mr. Alan B. Miller's pecuniary interest in these shares is unchanged. It is contemplated that following the transfers referred to above, the 100% ownership interest in the AMK 2014 LLC will be transferred to The Abby Miller King 2014 GRAT. The 100% ownership interest in the MDM 2014 LLC will be transferred to The Marc Daniel Miller 2014 GRAT. The 100% ownership interest in the MS 2014 LLC will be transferred to The Marni Spencer 2014 GRAT. Mr. Alan B. Miller's pecuniary interest in these shares will be unchanged.
- The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.
- Immediately
- Not Applicable

/s/ Marc D. Miller 11/14/2014
 ** 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.