

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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 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)  President
	3. Date of Earliest Transaction (Month/Day/Year) 07/02/2012	
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			

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				
Class A Common Stock	(1)	07/02/2012		j(2)			118,900	(4)	(5)	Class B Common Stock	118,900	\$0	769,994	I	A. Miller Family, LLC
Class A Common Stock	(1)	07/02/2012		j(2)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	129,400	I	The Abby Danielle Miller 2002 Trust
Class A Common Stock	(1)	07/02/2012		j(2)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	651,094	I	A. Miller Family, LLC
Class A Common Stock	(1)	07/02/2012		j(2)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	129,400	I	The Marc Daniel Miller 2002 Trust
Class A Common Stock	(1)	07/02/2012		j(2)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	532,194	I	A. Miller Family, LLC
Class A Common Stock	(1)	07/02/2012		j(2)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	129,400	I	The Mami Spencer 2002 Trust
Class A Common Stock	(1)	07/03/2012		j(3)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	10,500	I	The Mami Spencer 2002 Trust
Class A Common Stock	(1)	07/03/2012		j(3)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	118,900	I	By The Mami Spencer Family 2012 Trust
Class A Common Stock	(1)	07/03/2012		j(3)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	10,500	I	The Marc Daniel Miller 2002 Trust
Class A Common Stock	(1)	07/03/2012		j(3)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	118,900	I	By The Marc Daniel Miller Family 2012 Trust
Class A Common Stock	(1)	07/03/2012		j(3)		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	10,500	I	The Abby Danielle Miller 2002 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	Amount or Number of Shares				
Class A Common Stock	(1)	07/03/2012		J <sup>(3)</sup>		118,900		(4)	(5)	Class B Common Stock	118,900	\$0	118,900	I	By The Abby Miller King Family 2012 Trust

**Explanation of Responses:**

- These shares are convertible to Class B Common Stock on a share for share basis.
- On July 2, 2012, 118,900 shares of Class A Common Stock (the "Shares") were distributed from A. Miller Family LLC to each of The Marc Daniel Miller 2002 Trust, The Marni Spencer 2002 Trust and The Abby Danielle Miller 2002 Trust. The Shares were then distributed to Mr. Marc Miller, Ms. Marni Spencer and Ms. Abby Miller King, respectively.
- On July 3, 2012, all of the Shares were transferred by Mr. Marc Miller, Ms. Marni Spencer and Ms. Abby Miller King to The Marc Daniel Miller Family 2012 Trust, The Marni Spencer Family 2012 Trust and The Abby Miller King Family 2012 Trust, respectively.
- Immediately.
- Not Applicable.

/s/ Marc D. Miller

07/05/2012

\*\* 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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