

**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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>Pember Marvin G.</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/29/2019</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	07/29/2019		M		50,000	A	\$151.89	83,379	D	
Class B Common Stock	07/29/2019		M		41,250	A	\$151.89	124,629	D	
Class B Common Stock	07/29/2019		M		17,500	A	\$151.89	142,129	D	
Class B Common Stock	07/29/2019		M		30,000	A	\$151.89	172,129	D	
Class B Common Stock	07/29/2019		F		122,057	D	\$151.89	50,072	D	
Class B Common Stock	07/29/2019		s <sup>(1)</sup>		1,479	D	\$146.55	48,593	D	
Class B Common Stock	07/29/2019		s <sup>(2)</sup>		3,985	D	\$147.79	44,608	D	
Class B Common Stock	07/29/2019		s <sup>(3)</sup>		2,237	D	\$148.64	42,371	D	
Class B Common Stock	07/29/2019		s <sup>(4)</sup>		2,115	D	\$150.03	40,256	D	
Class B Common Stock	07/29/2019		s <sup>(5)</sup>		4,984	D	\$151.03	35,272	D	
Class B Common Stock	07/29/2019		s <sup>(6)</sup>		1,681	D	\$152.02	33,591	D	
Class B Common Stock	07/29/2019		s <sup>(7)</sup>		212	D	\$153	33,379	D	

**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	\$117.29	07/29/2019		M			50,000	(8)	03/17/2020	Class B Common Stock	50,000	\$0	0	D	
Option To Purchase Class B Common Stock	\$118.62	07/29/2019		M			41,250	(9)	03/22/2021	Class B Common Stock	41,250	\$0	13,750	D	
Option To Purchase Class B Common Stock	\$119.64	07/29/2019		M			17,500	(10)	04/12/2023	Class B Common Stock	17,500	\$0	52,500	D	

**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	\$124.56	07/29/2019		M			30,000	(11)	03/28/2022	Class B Common Stock	30,000	\$0	30,000	D	
Option To Purchase Class B Common Stock	\$134.02							(12)	03/19/2024	Class B Common Stock	70,000		70,000	D	

**Explanation of Responses:**

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$146.19 to \$147.12, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 1.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$147.21 to \$148.00, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 1.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$148.42 to \$149.09, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 1.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.49 to \$150.26, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 1.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.63 to \$151.42, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 1.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.68 to \$152.50, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 1.
- These shares were sold in multiple transactions at a price of \$153.00.
- Option vested ratably on each of 3/18/2016, 3/18/2017, 3/18/2018 and 3/18/2019.
- Option vests ratably on each of 3/23/2017, 3/23/2018, 3/23/2019 and 3/23/2020.
- Option vests ratably on each of 4/13/2019, 4/13/2020, 4/13/2021, and 4/13/2022.
- Option vests ratably on each of 3/29/2018, 3/29/2019, 3/29/2020 and 3/29/2021.
- Option vests ratably on each of 3/20/2020, 3/20/2021, 3/20/2022, and 3/20/2023.

/s/ Marvin G. Pember

07/30/2019

\*\* 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.