

**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 *<br><u>Miller Marc D</u><br><hr/> (Last) (First) (Middle)<br>UNIVERSAL HEALTH SERVICES, INC.<br>367 SOUTH GULPH ROAD<br><hr/> (Street)<br>KING OF PRUSSIA PA 19406<br><hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>UNIVERSAL HEALTH SERVICES INC [ UHS ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><p style="text-align: center;"><b>President</b></p> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>08/01/2012</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            | 08/01/2012                           |  | M                              |   | 10,000  | A          | \$25.595 | 39,191  | D  |   |
| Class B Common Stock            | 08/01/2012                           |  | F                              |   | 7,556   | D          | \$39.21  | 31,635  | D  |   |
| Class B Common Stock            |                                      |  |                                |   |   |            |          | 16,615  | I  | By The Abby Miller King 2010 GRAT (A)                 |
| Class B Common Stock            |                                      |  |                                |   |   |            |          | 100,000   | I  | By The Abby Miller King 2012 GRAT (A)                 |
| Class B Common Stock            |                                      |  |                                |   |   |            |          | 16,615  | I  | By The Marc Daniel Miller 2010 GRAT (A)               |
| Class B Common Stock            |                                      |  |                                |   |   |            |          | 100,000   | I  | By The Marc Daniel Miller 2012 GRAT (A)               |
| Class B Common Stock            |                                      |  |                                |   |   |            |          | 16,615  | I  | By The Marni Spencer 2010 GRAT (A)                    |
| Class B Common Stock            |                                      |  |                                |   |   |            |          | 100,000   | I  | By The Marni Spencer 2012 GRAT (A)                    |

**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            |                                      |  |                                |   |   |            |       | 25,863  | I  | The Abby Danielle Miller 2002 Trust                   |
| Class B Common Stock            |                                      |  |                                |   |   |            |       | 59,900  | I  | The Abby Miller King 2011 Family Trust                |
| Class B Common Stock            |                                      |  |                                |   |   |            |       | 25,863  | I  | The Marc Daniel Miller 2002 Trust                     |
| Class B Common Stock            |                                      |  |                                |   |   |            |       | 59,900  | I  | The Marc Daniel Miller 2011 Family Trust              |
| Class B Common Stock            |                                      |  |                                |   |   |            |       | 25,863  | I  | The Marni Spencer 2002 Trust                          |
| Class B Common Stock            |                                      |  |                                |   |   |            |       | 59,900  | 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    | \$25.595   | 08/01/2012                           |  | M                              |   |  | 10,000 | (1)  | 08/02/2012      | Class B Common Stock  | 10,000                                     | \$0  | 0   | D  |       |

**Explanation of Responses:**

1. The option vested on each of 8/2/2010 and 8/2/2011.

/s/ Steve Filton, Attorney in  
Fact for Marc D. Miller

08/02/2012

\*\* 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.

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.