

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>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) 07/02/2012	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	07/02/2012		G ⁽¹⁾	V	100,000	A	\$0	100,000	I	By The Abby Miller King 2012 GRAT (A)
Class B Common Stock	07/02/2012		G ⁽¹⁾	V	100,000	A	\$0	100,000	I	By The Marc Daniel Miller 2012 GRAT (A)
Class B Common Stock	07/02/2012		G ⁽¹⁾	V	100,000	A	\$0	100,000	I	By The Marni Spencer 2012 GRAT (A)
Class B Common Stock	07/02/2012		J ⁽²⁾		6,083	D	\$0	16,615	I	By The Abby Miller King 2010 GRAT (A)
Class B Common Stock	07/02/2012		J ⁽²⁾		6,083	D	\$0	16,615	I	By The Marc Daniel Miller 2010 GRAT (A)
Class B Common Stock	07/02/2012		J ⁽²⁾		6,083	D	\$0	16,615	I	By The Marni Spencer 2010 GRAT (A)
Class B Common Stock								29,191	D	

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					

Explanation of Responses:

1. On July 2, 2012, Mr. Alan B. Miller transferred 100,000 shares of Class B Common Stock to each of The Marc Daniel Miller 2012 GRAT (A), The Marni Spencer 2012 GRAT (A) and The Abby Miller King 2012 GRAT (A). These shares were previously directly held by Mr. Alan Miller and the transfer resulted in a change of beneficial ownership from direct to indirect. Mr. Alan Miller's pecuniary interest in these shares is unchanged. Mr. Marc Miller serves as Co-Trustee of each of these GRATs.

2. On July 2, 2012, each of The Marc Daniel Miller 2010 GRAT (A), The Marni Spencer 2010 GRAT (A) and The Abby Miller King 2010 GRAT (A) distributed 6,083 shares of Class B Common Stock to Alan B. Miller. The transfer resulted in a change of beneficial ownership from indirect to direct. Mr. Alan B. Miller's pecuniary interest in these shares is unchanged. Marc D. Miller serves as Co-Trustee of each of these GRATs.

/s/ Marc D. Miller

07/03/2012

** 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.