

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>MILLER ALAN B</u>  (Last) (First) (Middle) <u>UNIVERSAL HEALTH SERVICES, INC.</u> <u>367 SOUTH GULPH ROAD</u>  (Street) <u>KING OF PRUSSIA PA 19406</u>  (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 <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Chairman and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/17/2013</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			

**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
Class A Common Stock	(1)	12/17/2013		J(2)		44,233		(3)	(4)	Class B Common Stock	44,233	\$0	133,346	I	By The Abby Miller King 2010 GRAT (B)
Class A Common Stock	(1)	12/17/2013		J(2)		44,233		(3)	(4)	Class B Common Stock	44,233	\$0	4,212,303	D	
Class A Common Stock	(1)	12/17/2013		J(2)		58,978		(3)	(4)	Class B Common Stock	58,978	\$0	177,793	I	By The Marc Daniel Miller 2010 GRAT (B)
Class A Common Stock	(1)	12/17/2013		J(2)		58,978		(3)	(4)	Class B Common Stock	58,978	\$0	4,271,281	D	
Class A Common Stock	(1)	12/17/2013		J(2)		44,233		(3)	(4)	Class B Common Stock	44,233	\$0	133,346	I	By The Marni Spencer 2010 GRAT (B)
Class A Common Stock	(1)	12/17/2013		J(2)		44,233		(3)	(4)	Class B Common Stock	44,233	\$0	4,315,514	D	

**Explanation of Responses:**

- The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.
- On December 17, 2013, each of The Abby Miller King 2010 GRAT (B) and The Marni Spencer 2010 GRAT (B) distributed 44,233 shares of Class A Common Stock to Alan B. Miller. On December 17, 2013, The Marc Daniel Miller 2010 GRAT (B) distributed 58,978 shares of Class A Common Stock to Alan B. Miller. The transfer resulted in a change of beneficial ownership from indirect to direct. Mr. Miller's pecuniary interest in these shares is unchanged.
- Immediately
- Not Applicable

/s/ Alan B. Miller 12/18/2013

\*\* 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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