Miller Marc D Form 4 August 06, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Miller Marc D

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

UNIVERSAL HEALTH SERVICES INC [UHS]

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

X Director 10% Owner _ Other (specify X_ Officer (give title

08/05/2009

below) President

SERVICES, INC., 367 SOUTH **GULPH ROAD**

UNIVERSAL HEALTH

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

KING OF PRUSSIA, PA 19406

(City)	(State)	(Zip) 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. Transactio Code (Instr. 8)	4. Securit or(A) or Di (Instr. 3,	sposed	of (D)	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)
Class B Common Stock	08/05/2009		Code V M	Amount 20,000	(D)	Price \$ 48.85	· ·	D	
Class B Common Stock	08/05/2009		F	16,941	D	\$ 57.67	10,215	D	
Class B Common Stock	08/06/2009		S	300	D	\$ 57.17	9,915	D	

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Class B Common Stock	08/06/2009	S	300	D	\$ 57.18	9,615	D	
Class B Common Stock	08/06/2009	S	600	D	\$ 57.25	9,015	D	
Class B Common Stock	08/06/2009	S	900	D	\$ 57.27	8,115	D	
Class B Common Stock	08/06/2009	S	300	D	\$ 57.36	7,815	D	
Class B Common Stock	08/06/2009	S	300	D	\$ 57.41	7,515	D	
Class B Common Stock	08/06/2009	S	300	D	\$ 57.45	7,215	D	
Class B Common Stock	08/06/2009	S	59	D	\$ 57.47	7,156	D	
Class B Common Stock						148,012	I	By MMA Family, LLC (1)
Class B Common Stock						14,557	I	By The Abby Miller King 2008 GRAT
Class B Common Stock						20,000	I	By The Abby Miller King 2008 GRAT (A)
Class B Common Stock						40,000	I	By The Abby Miller King 2009 GRAT
Class B Common Stock						14,557	I	By The Marc Daniel Miller 2008

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								GRAT
Class B Common Stock						20,000	I	By The Marc Daniel Miller 2008 GRAT (A)
Class B Common Stock						40,000	I	By The Marc Daniel Miller 2009 GRAT
Class B Common Stock						14,557	I	By The Marni Spencer 2008 GRAT
Class B Common Stock						20,000	I	By The Marni Spencer 2008 GRAT (A)
Class B Common Stock						40,000	I	By The Marni Spencer 2009 GRAT
Reminder: R	eport on a sepa	arate line for each cla	ss of securities benefi	cially owne	ed directly or ind	irectly.		
	opon on a sep.			Person informa require	s who respondation contained to respond uses a currently was	d to the col d in this fo unless the	rm are not form	SEC 1474 (9-02)
			ative Securities Acqu outs, calls, warrants,				ned	
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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration (Month/Da		7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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			Code V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option To Purchase Class B Common Stock	\$ 48.85	08/05/2009	М	20,000	(2)	03/14/2010	Class B Common Stock	20,000

Reporting Owners

KING OF PRUSSIA, PA 19406

Reporting Owner Name / Address	Relationships						
2	Director	10% Owner	Officer	Other			
Miller Marc D							
UNIVERSAL HEALTH SERVICES, INC.	X		President				
367 SOUTH GULPH ROAD							

Signatures

/s/ Marc D.
Miller

**Signature of Reporting Person

O8/06/2009

Date

Explanation of Responses:

- * 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).
- (1) Mr. Marc D. Miller disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that Mr. Miller is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- (2) Options vested ratably on each of 3/15/2006, 3/15/2007, 3/15/2008 and 3/15/2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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