

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* MILLER ALAN B (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 UNIVERSAL HEALTH SERVICES INC [UHS]	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) <p style="text-align: center;">Chairman and CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) 02/17/2017	
		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	02/17/2017		j(1)(2)		60,042	D	\$0.00	0	I	AMK 2014 LLC held by The Abby Miller King 2014 GRAT
Class B Common Stock	02/17/2017		j(1)(2)		45,184	A	\$0.00	967,061	D	
Class B Common Stock	02/17/2017		j(1)(2)		14,858	A	\$0.00	14,858	I	AMK 2014 LLC held by The Abby Danielle Miller 2002 Trust
Class B Common Stock	02/17/2017		j(1)(2)		60,042	D	\$0.00	0	I	MDM 2014 LLC held by The Marc Daniel Miller 2014 GRAT
Class B Common Stock	02/17/2017		j(1)(2)		45,184	A	\$0.00	1,012,245	D	
Class B Common Stock	02/17/2017		j(1)(2)		14,858	A	\$0.00	14,858	I	MDM 2014 LLC held by The Marc Daniel Miller 2002 Trust
Class B Common Stock	02/17/2017		j(1)(2)		60,042	D	\$0.00	0	I	MS 2014 LLC held by The Marni Spencer 2014 GRAT

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			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	02/17/2017		J ⁽¹⁾⁽²⁾		45,184	A	\$0.00	1,057,429	D	
Class B Common Stock	02/17/2017		J ⁽¹⁾⁽²⁾		14,858	A	\$0.00	14,858	I	MS 2014 LLC held by The Marni Spencer 2002 Trust
Class B Common Stock	02/17/2017		J ⁽³⁾		17,699	D	\$0.00	22,259	I	AMK 2014 LLC held by The Abby Miller King 2015 GRAT
Class B Common Stock	02/17/2017		J ⁽³⁾		17,699	A	\$0.00	1,075,128	D	
Class B Common Stock	02/17/2017		J ⁽³⁾		17,699	D	\$0.00	22,259	I	MDM 2014 LLC held by The Marc Daniel Miller 2015 GRAT
Class B Common Stock	02/17/2017		J ⁽³⁾		17,699	A	\$0.00	1,092,827	D	
Class B Common Stock	02/17/2017		J ⁽³⁾		17,699	D	\$0.00	22,259	I	MS 2014 LLC held by The Marni Spencer 2015 GRAT
Class B Common Stock	02/17/2017		J ⁽³⁾		17,699	A	\$0.00	1,110,526	D	
Class B Common Stock	02/17/2017		J ⁽⁴⁾		62,883	D	\$0.00	1,047,643	D	
Class B Common Stock	02/17/2017		J ⁽⁴⁾		62,883	A	\$0.00	62,883	I	AMK 2014 LLC held by The Abby Miller King 2017 GRAT
Class B Common Stock	02/17/2017		J ⁽⁴⁾		62,883	D	\$0.00	984,760	D	
Class B Common Stock	02/17/2017		J ⁽⁴⁾		62,883	A	\$0.00	62,883	I	MDM 2014 LLC held by The Marc Daniel Miller 2017 GRAT
Class B Common Stock	02/17/2017		J ⁽⁴⁾		62,883	D	\$0.00	921,877	D	

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			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	02/17/2017		J ⁽⁴⁾		62,883	A	\$0.00	62,883	I	MS 2014 LLC held by The Marni Spencer 2017 GRAT

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				
Class A Common Stock	(4)	02/17/2017		J ⁽¹⁾⁽²⁾			60,042	(6)	(7)	Class B Common Stock	60,042	\$0.00	0	I	AMK 2014 LLC held by The Abby Miller King 2014 GRAT
Class A Common Stock	(4)	02/17/2017		J ⁽¹⁾⁽²⁾		45,184		(6)	(7)	Class B Common Stock	45,184	\$0.00	4,200,439	D	
Class A Common Stock	(1)(2)	02/17/2017		J ⁽¹⁾⁽²⁾		14,858		(6)	(7)	Class B Common Stock	14,858	\$0.00	14,858	I	AMK 2014 LLC held by The Abby Danielle Miller 2002 Trust
Class A Common Stock	(4)	02/17/2017		J ⁽¹⁾⁽²⁾			90,063	(6)	(7)	Class B Common Stock	90,063	\$0.00	0	I	MDM 2014 LLC held by The Marc Daniel Miller 2014 GRAT
Class A Common Stock	(4)	02/17/2017		J ⁽¹⁾⁽²⁾		67,776		(6)	(7)	Class B Common Stock	67,776	\$0.00	4,268,215	D	
Class A Common Stock	(1)(2)	02/17/2017		J ⁽¹⁾⁽²⁾		22,287		(6)	(7)	Class B Common Stock	22,287	\$0.00	22,287	I	MDM 2014 LLC held by The Marc Daniel Miller 2002 Trust
Class A Common Stock	(4)	02/17/2017		J ⁽¹⁾⁽²⁾			60,042	(6)	(7)	Class B Common Stock	60,042	\$0.00	0	I	MS 2014 LLC held by The Marni Spencer 2014 GRAT
Class A Common Stock	(5)	02/17/2017		J ⁽¹⁾⁽²⁾		45,184		(6)	(7)	Class B Common Stock	45,184	\$0.00	4,313,399	D	
Class A Common Stock	(1)(2)	02/17/2017		J ⁽¹⁾⁽²⁾		14,858		(6)	(7)	Class B Common Stock	14,858	\$0.00	14,858	I	MS 2014 LLC held by The Marni Spencer 2002 Trust
Class A Common Stock	(5)	02/17/2017		J ⁽³⁾			17,699	(6)	(7)	Class B Common Stock	17,699	\$0.00	22,259	I	AMK 2014 LLC held by The Abby Miller King 2015 GRAT
Class A Common Stock	(5)	02/17/2017		J ⁽³⁾		17,699		(6)	(7)	Class B Common Stock	17,699	\$0.00	4,331,098	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				
Class A Common Stock	(5)	02/17/2017		J(3)			26,549	(6)	(7)	Class B Common Stock	26,549	\$0.00	33,388	I	MDM 2014 LLC held by The Marc Daniel Miller 2015 GRAT
Class A Common Stock	(5)	02/17/2017		J(3)		26,549		(6)	(7)	Class B Common Stock	26,549	\$0.00	4,357,647	D	
Class A Common Stock	(5)	02/17/2017		J(3)			17,699	(6)	(7)	Class B Common Stock	17,699	\$0.00	22,259	I	MS 2014 LLC held by The Marni Spencer 2015 GRAT
Class A Common Stock	(5)	02/17/2017		J(3)		17,699		(6)	(7)	Class B Common Stock	17,699	\$0.00	4,375,346	D	
Class A Common Stock	(5)	02/17/2017		J(4)			62,883	(6)	(7)	Class B Common Stock	62,883	\$0.00	4,312,463	D	
Class A Common Stock	(5)	02/17/2017		J(4)		62,883		(6)	(7)	Class B Common Stock	62,883	\$0.00	62,883	I	AMK 2014 LLC held by The Abby Miller King 2017 GRAT
Class A Common Stock	(5)	02/17/2017		J(4)			94,325	(6)	(7)	Class B Common Stock	94,325	\$0.00	4,218,138	D	
Class A Common Stock	(5)	02/17/2017		J(4)		94,325		(6)	(7)	Class B Common Stock	94,325	\$0.00	94,325	I	MDM 2014 LLC held by The Marc Daniel Miller 2017 GRAT
Class A Common Stock	(5)	02/17/2017		J(4)			62,883	(6)	(7)	Class B Common Stock	62,883	\$0.00	4,155,255	D	
Class A Common Stock	(5)	02/17/2017		J(4)		62,883		(6)	(7)	Class B Common Stock	62,883	\$0.00	62,883	I	MS 2014 LLC held by The Marni Spencer 2017 GRAT
Class A Common Stock	(5)							(6)	(7)	Class B Common Stock	400,000		400,000	I	Alan B. Miller Marital Trust (f/b/o Jill Miller)
Class A Common Stock	(5)							(6)	(7)	Class B Common Stock	258,630		258,630	I	The Alan B. Miller 2002 Trust

Explanation of Responses:

- On February 17, 2017, The Marc Daniel Miller 2014 GRAT distributed a 45.18379% interest in MDM 2014 LLC to Alan B. Miller, The Abby Miller King 2014 GRAT distributed a 45.18437% interest in AMK 2014 LLC to Alan B. Miller and The Marni Spencer 2014 GRAT distributed a 45.18437% interest of MS 2014 LLC to Alan B. Miller. The shares reflected represent the amount of shares held by each LLC as represented by the percentage LLC interests distributed. Mr. Miller's pecuniary interest in these shares is unchanged. In addition, The Marc Daniel Miller 2014 GRAT distributed a 14.85844% interest in MDM 2014 LLC to The Marc Daniel Miller 2002 Trust, The Abby Miller King 2014 GRAT distributed a 14.85759% interest in AMK 2014 LLC to The Abby Danielle Miller 2002 Trust and The Marni Spencer 2014 GRAT distributed a 14.85759% interest in MS 2014 LLC to The Marni Spencer 2002 Trust.
- (Continued From footnote 1) All distributions hereinbefore described were made pursuant to the terms of the Trust Agreement creating each 2014 GRAT. Each 2014 GRAT has now terminated.
- On February 17, 2017, The Marc Daniel Miller 2015 GRAT distributed a 17.69925% interest in MDM 2014 LLC to Alan B. Miller, The Abby Miller King 2015 GRAT distributed a 17.69948% interest in AMK 2014 LLC to Alan B. Miller and The Marni Spencer 2015 GRAT distributed a 17.69948% interest in MS 2014 LLC to Alan B. Miller (the distributions were made pursuant to the terms of the Trust Agreement creating each 2015 GRAT). The shares reflected represent the amount of shares held by each LLC as represented by the percentage LLC interests distributed. Mr. Miller's pecuniary interest in these shares is unchanged.
- On February 17, 2017, Alan B. Miller contributed a 62.88303% interest in MDM 2014 LLC to The Marc Daniel Miller 2017 GRAT, a 62.88385% interest in AMK 2014 LLC to The Abby Miller King 2017 GRAT and a 62.88385% interest in MS 2014 LLC to The Marni Spencer 2017 GRAT. The shares reflected represent the amount of shares held by each LLC as represented by the percentage LLC interests contributed. Mr. Miller's pecuniary interest in these shares is unchanged.
- The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.
- Immediately
- Not Applicable

Remarks:

/s/ Alan B. Miller

02/22/2017

** 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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