

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 ALAN B</u>  (Last) (First) (Middle) <u>UNIVERSAL HEALTH SERVICES, INC.</u> <u>367 SOUTH GULPH ROAD</u>  (Street) <u>KING OF PRUSSIA</u> <u>PA</u> <u>19406</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>UNIVERSAL HEALTH SERVICES INC [ UHS ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>01/28/2014</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner</div> <div><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)</div> <div><u>Chairman and CEO</u></div> 6. Individual or Joint/Group Filing (Check Applicable Line) <div><input checked="" type="checkbox"/> Form filed by One Reporting Person</div> <div><input type="checkbox"/> Form filed by More than One Reporting Person</div>
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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	Amount or Number of Shares				
Class A Common Stock	(1)	01/28/2014		J <sup>(2)</sup>			17,411	(4)	(5)	Class B Common Stock	17,411	\$0	26,575	I	By The Abby Miller King 2012 GRAT
Class A Common Stock	(1)	01/28/2014		J <sup>(2)</sup>		17,411		(4)	(5)	Class B Common Stock	17,411	\$0	4,332,925	D	
Class A Common Stock	(1)	01/28/2014		J <sup>(2)</sup>			23,214	(4)	(5)	Class B Common Stock	23,214	\$0	35,435	I	By The Marc Daniel Miller 2012 GRAT
Class A Common Stock	(1)	01/28/2014		J <sup>(2)</sup>		23,214		(4)	(5)	Class B Common Stock	23,214	\$0	4,356,139	D	
Class A Common Stock	(1)	01/28/2014		J <sup>(2)</sup>			17,411	(4)	(5)	Class B Common Stock	17,411	\$0	26,575	I	By The Marni Spencer 2012 GRAT
Class A Common Stock	(1)	01/28/2014		J <sup>(2)</sup>		17,411		(4)	(5)	Class B Common Stock	17,411	\$0	4,373,550	D	
Class A Common Stock	(1)	01/28/2014		J <sup>(3)</sup>			26,575	(4)	(5)	Class B Common Stock	26,575	\$0	0	I	By The Abby Miller King 2012 GRAT
Class A Common Stock	(1)	01/28/2014		J <sup>(3)</sup>			35,435	(4)	(5)	Class B Common Stock	35,435	\$0	0	I	By The Marc Daniel Miller 2012 GRAT
Class A Common Stock	(1)	01/28/2014		J <sup>(3)</sup>			26,575	(4)	(5)	Class B Common Stock	26,575	\$0	0	I	By The Marni Spencer 2012 GRAT

Explanation of Responses:

1. The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.  
2. On January 28, 2014, each of The Abby Miller King 2012 GRAT and The Marni Spencer 2012 GRAT terminated and transferred 17,411 shares of Class A Common Stock to Alan B. Miller. On January 28, 2014, The Marc Daniel Miller 2012 GRAT terminated and transferred 23,214 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.

3. On January 28, 2014, each of The Abby Miller King 2012 GRAT and The Marni Spencer 2012 GRAT terminated and pursuant to its terms distributed 26,575 shares of Class A Common Stock to certain Trusts for the benefit of Mr. Miller's family. On January 28, 2014, The Marc Daniel Miller 2012 GRAT terminated and pursuant to its terms distributed 35,435 shares of Class A Common Stock to certain Trusts for the benefit of Mr. Miller's family. Mr. Miller has no beneficial or pecuniary interest in those trusts.

4. Immediately

5. Not Applicable

/s/ Alan B. Miller

01/30/2014

\*\* 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.**