FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## 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* <u>HOTZ ROBERT H</u>  |   |  |  |                  |   | 2. Issuer Name and Ticker or Trading Symbol UNIVERSAL HEALTH SERVICES INC [ UHS ] |     |   |                    |   |  |   | of Reporting<br>cable)<br>or  | g Perso   | on(s) to Issu<br>10% Ow   | ner   |
|--|---|--|--|------------------|---|---|-----|---|--------------------|---|--|---|---|---|---|---|
| (Last) (First) (Middle) HOULIHAN LOKEY HOWARD & ZUKIN 245 PARK AVENUE, 20TH FLOOR  |   |  |  |                  | 3. Date of Earliest Transaction (Month/Day/Year) 04/13/2018 |   |     |   |                    |   |  | Officer<br>below)   | (give title   |   | Other (s <sub>i</sub><br>below)                                   | pecify  |
| (Street) NEW YORK NY 10167   |   |  |  | 4.               | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |   |     |   |                    |   |  | S. Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |   |   |   |
| (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned                                       |   |  |  |                  |   |   |     |   |                    |   |  |   |   |   |   |   |
| 1. Title of Security (Instr. 3) 2. Transa Date   |   |  |  | . Transaction    | 2A. Deemed<br>Execution Date                                |   |     | Transaction Dispose 5)  |                    | ities Acquired (A) or<br>d Of (D) (Instr. 3, 4 and  |  | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)   |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |  |                  |   |   |     |   |                    |   |  |   |   |   |   |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Dat<br>if any<br>(Month/Day/Ye | Code             |   |   |     | 6. Date Exercisable an<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amou<br>of Securities<br>Underlying<br>Derivative Securi<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | ly  | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)                             |
|  |   |  |  | Code             | v   | (A)   | (D) | Date<br>Exercisable   | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |   |   |   |   |
| Option To<br>Purchase<br>Class B<br>Common<br>Stock  | \$119.64  | 04/13/2018                                 |  | A <sup>(1)</sup> |   | 10,000  |     | (2)   | 04/12/2023         | Class B<br>Common<br>Stock  | 10,000                                 | \$119.64  | 10,000  | )   | D   |   |

## **Explanation of Responses:**

- 1. Option granted to purchase shares of Class B Common Stock under the Company's Third Amended and Restated 2005 Stock Incentive Plan.
- 2. Option vests ratably on each of 4/13/2019, 4/13/2020, 4/13/2021, and 4/13/2022.

/s/ Steve Filton, Attorney-in-Fact for Mr. Hotz

04/16/2018

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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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