

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>Peterson Matthew Jay</u>			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) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>Executive Vice President, UHS</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>07/26/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
367 SOUTH GULPH ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication					
<u>KING OF PRUSSIA PA 19406</u>	<input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							

**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	07/26/2024		M		7,402	A	\$74.46	12,655.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		M		6,250	A	\$67.69	18,905.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		M		25,275	A	\$138.8	44,180.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		M		9,464	A	\$152.68	53,644.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		M		10,873	A	\$143.81	64,517.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		M		6,232	A	\$117.65	70,749.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		F		50,355	D	\$210	20,394.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		S <sup>(2)</sup>		7,814	D	\$210.4078	12,580.2848 <sup>(1)</sup>	D	
Class B Common Stock	07/26/2024		S <sup>(3)</sup>		7,327	D	\$211.3186	5,253.2848 <sup>(1)</sup>	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
Option To Purchase Class B Common Stock	\$74.46	07/26/2024		M		7,402		(4)	03/17/2025	Class B Common Stock	7,402	\$0	0	D	
Option To Purchase Class B Common Stock	\$67.69	07/26/2024		M		6,250		(4)	03/17/2025	Class B Common Stock	6,250	\$0	0	D	
Option To Purchase Class B Common Stock	\$138.8	07/26/2024		M		25,275		(5)	03/16/2026	Class B Common Stock	25,275	\$0	8,425	D	
Option To Purchase Class B Common Stock	\$152.68	07/26/2024		M		9,464		(5)	03/16/2026	Class B Common Stock	9,464	\$0	9,465	D	
Option To Purchase Class B Common Stock	\$143.81	07/26/2024		M		10,873		(6)	03/22/2027	Class B Common Stock	10,873	\$0	10,872	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				
Option To Purchase Class B Common Stock	\$117.65	07/26/2024		M			6,232	(7)	03/14/2028	Class B Common Stock	6,232	\$0	18,696	D	

**Explanation of Responses:**

1. Includes 495,2848 shares purchased at a discounted rate pursuant to the Universal Health Services 2005 Employee Stock Purchase Plan.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$210.00 to \$210.99, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 2.
3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$211.00 to \$211.95, inclusive. The reporting person undertakes to provide Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote 3.
4. Option vested ratably on each of 3/18/2021, 3/18/2022, 3/18/2023 and 3/18/2024.
5. Option vests ratably on each of 3/17/2022, 3/17/2023, 3/17/2024 and 3/17/2025.
6. Option vests ratably on each of 3/23/2023, 3/23/2024, 3/23/2025, and 3/23/2026.
7. Option vests ratably on each of 3/15/2024, 3/15/2025, 3/15/2026 and 3/15/2027.

/s/ Matthew J. Peterson

07/29/2024

\*\* 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.**