

Miller Marc D  
Form 4  
May 01, 2019

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

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

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

## OMB APPROVAL

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(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading  
Symbol

UNIVERSAL HEALTH SERVICES  
INC [UHS]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

UNIVERSAL HEALTH  
SERVICES, INC., 367 SOUTH  
GULPH ROAD

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/30/2019

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President

(Street)

KING OF PRUSSIA, PA 19406

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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. 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 Ownership (Instr. 4)                   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|-------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount | (A) or (D) | Price |   |  |   |
| Class B Common Stock            | 04/30/2019                           |  | J <sup>(1)</sup>               |   | 30,956 | D          | \$ 0  | 20,977  | I  | AMK 2014 LLC held by the Abby Miller King 2018 GRAT |
| Class B Common Stock            | 04/30/2019                           |  | J <sup>(1)</sup>               |   | 30,956 | A          | \$ 0  | 62,275  | I  | AMK 2014 LLC as held by                             |

|                            |            |                        |        |   |      |         |   |   |
|----------------------------|------------|------------------------|--------|---|------|---------|---|---|
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(1)</sup></u> | 30,956 | D | \$ 0 | 20,977  | I | Alan B.<br>Miller<br><br>MS 2014<br>LLC as<br>held by<br>The Marni<br>Spencer<br>2018<br>GRAT |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(1)</sup></u> | 30,956 | A | \$ 0 | 62,275  | I | MS 2014<br>LLC as<br>held by<br>Alan B.<br>Miller   |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(1)</sup></u> | 56,437 | D | \$ 0 | 74,660  | I | MDM<br>2014 LLC<br>as held by<br>The Marc<br>Daniel<br>Miller<br>2018<br>GRAT                 |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(1)</sup></u> | 56,437 | A | \$ 0 | 101,333 | I | MDM<br>2014 LLC<br>as held by<br>Alan B.<br>Miller  |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(2)</sup></u> | 62,275 | D | \$ 0 | 0       | I | AMK<br>2014 LLC<br>as held by<br>Alan B.<br>Miller  |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(2)</sup></u> | 62,275 | A | \$ 0 | 62,275  | I | AMK<br>2014 LLC<br>as held by<br>The Abby<br>Miller<br>King 2019<br>GRAT                      |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(3)</sup></u> | 62,275 | D | \$ 0 | 0       | I | MS 2014<br>LLC as<br>held by<br>Alan B.<br>Miller   |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J<sup>(3)</sup></u> | 62,275 | A | \$ 0 | 62,275  | I | MS 2014<br>LLC as<br>held by  |

|                            |            |             |         |   |      |         |   |  |
|----------------------------|------------|-------------|---------|---|------|---------|---|--|
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J(4)</u> | 101,333 | D | \$ 0 | 0       | I | The Marni<br>Spencer<br>2019<br>GRAT<br><br>MDM<br>2014 LLC<br>as held by<br>Alan B.<br>Miller |
| Class B<br>Common<br>Stock | 04/30/2019 | <u>J(4)</u> | 101,333 | A | \$ 0 | 101,333 | I | MDM<br>2014 LLC<br>as held by<br>The Marc<br>Daniel<br>Miller<br>2019<br>GRAT                  |
| Class B<br>Common<br>Stock |            |             |         |   |      | 135,237 | D |  |
| Class B<br>Common<br>Stock |            |             |         |   |      | 16,748  | I | AMK<br>2014 LLC<br>held by<br>The Abby<br>Danielle<br>Miller<br>2002 Trust                     |
| Class B<br>Common<br>Stock |            |             |         |   |      | 24,007  | I | MDM<br>2014 LLC<br>held by<br>The Marc<br>Daniel<br>Miller<br>2002 Trust                       |
| Class B<br>Common<br>Stock |            |             |         |   |      | 16,748  | I | MS 2014<br>LLC held<br>by The<br>Marni<br>Spencer<br>2002 Trust                                |
| Class B<br>Common<br>Stock |            |             |         |   |      | 22,815  | I | The Abby<br>Danielle<br>Miller<br>2002 Trust   |
| Class B<br>Common<br>Stock |            |             |         |   |      | 55,763  | I | The Abby<br>Miller<br>King 2011  |

|                            |        |   |   |
|----------------------------|--------|---|---|
| Class B<br>Common<br>Stock | 44,110 | I | Family<br>Trust<br><br>The Marc<br>Daniel<br>Miller<br>2002 Trust |
| Class B<br>Common<br>Stock | 59,900 | I | The Marc<br>Daniel<br>Miller<br>2011<br>Family<br>Trust           |
| Class B<br>Common<br>Stock | 43,247 | I | The Marni<br>Spencer<br>2002 Trust                                |
| Class B<br>Common<br>Stock | 55,763 | I | The Marni<br>Spencer<br>2011<br>Family<br>Trust                   |

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

**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 control number.**

SEC 1474  
(9-02)

**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 Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                            |                                  |
|---|---|---|---|---|--|--|-----|---|--------------------|----------------------------|----------------------------------|
|   |   |   |   | Code                                    | V  | (A)  | (D) | Date<br>Exercisable   | Expiration<br>Date | Title                      | Amount of<br>Number of<br>Shares |
| Class A<br>Common<br>Stock                          | (5)   | 04/30/2019                              |   | J(1)                                    |  | 30,956   | (6) | (7)   |                    | Class B<br>Common<br>Stock | 30,956                           |

|                            |             |            |              |        |             |             |                            |        |
|----------------------------|-------------|------------|--------------|--------|-------------|-------------|----------------------------|--------|
| Class A<br>Common<br>Stock | <u>(8)</u>  | 04/30/2019 | J <u>(1)</u> | 30,956 | <u>(9)</u>  | <u>(10)</u> | Class B<br>Common<br>Stock | 30,956 |
| Class A<br>Common<br>Stock | <u>(5)</u>  | 04/30/2019 | J <u>(1)</u> | 30,956 | <u>(6)</u>  | <u>(7)</u>  | Class B<br>Common<br>Stock | 30,956 |
| Class A<br>Common<br>Stock | <u>(8)</u>  | 04/30/2019 | J <u>(1)</u> | 30,956 | <u>(9)</u>  | <u>(10)</u> | Class B<br>Common<br>Stock | 30,956 |
| Class A<br>Common<br>Stock | <u>(5)</u>  | 04/30/2019 | J <u>(1)</u> | 42,328 | <u>(6)</u>  | <u>(7)</u>  | Class B<br>Common<br>Stock | 42,328 |
| Class A<br>Common<br>Stock | <u>(8)</u>  | 04/30/2019 | J <u>(1)</u> | 42,328 | <u>(9)</u>  | <u>(10)</u> | Class B<br>Common<br>Stock | 42,328 |
| Class A<br>Common<br>Stock | <u>(8)</u>  | 04/30/2019 | J <u>(2)</u> | 62,275 | <u>(9)</u>  | <u>(10)</u> | Class B<br>Common<br>Stock | 62,275 |
| Class A<br>Common<br>Stock | <u>(11)</u> | 04/30/2019 | J <u>(2)</u> | 62,275 | <u>(12)</u> | <u>(13)</u> | Class B<br>Common<br>Stock | 62,275 |

|                            |             |            |              |        |             |             |                            |         |
|----------------------------|-------------|------------|--------------|--------|-------------|-------------|----------------------------|---------|
| Class A<br>Common<br>Stock | <u>(8)</u>  | 04/30/2019 | J <u>(3)</u> | 62,275 | <u>(9)</u>  | <u>(10)</u> | Class B<br>Common<br>Stock | 62,275  |
| Class A<br>Common<br>Stock | <u>(11)</u> | 04/30/2019 | J <u>(3)</u> | 62,275 | <u>(12)</u> | <u>(13)</u> | Class B<br>Common<br>Stock | 62,275  |
| Class A<br>Common<br>Stock | <u>(8)</u>  | 04/30/2019 | J <u>(4)</u> | 75,999 | <u>(9)</u>  | <u>(10)</u> | Class B<br>Common<br>Stock | 75,999  |
| Class A<br>Common<br>Stock | <u>(11)</u> | 04/30/2019 | J <u>(4)</u> | 75,999 | <u>(12)</u> | <u>(13)</u> | Class B<br>Common<br>Stock | 75,999  |
| Class A<br>Common<br>Stock | <u>(8)</u>  |            |              |        | <u>(6)</u>  | <u>(7)</u>  | Class B<br>Common<br>Stock | 532,194 |
| Class A<br>Common<br>Stock | <u>(8)</u>  |            |              |        | <u>(6)</u>  | <u>(7)</u>  | Class B<br>Common<br>Stock | 16,748  |
| Class A<br>Common<br>Stock | <u>(5)</u>  |            |              |        | <u>(6)</u>  | <u>(7)</u>  | Class B<br>Common<br>Stock | 118,900 |

|                            |            |  |            |            |                            |         |
|----------------------------|------------|--|------------|------------|----------------------------|---------|
| Class A<br>Common<br>Stock | <u>(5)</u> |  | <u>(6)</u> | <u>(7)</u> | Class B<br>Common<br>Stock | 118,900 |
| Class A<br>Common<br>Stock | <u>(5)</u> |  | <u>(6)</u> | <u>(7)</u> | Class B<br>Common<br>Stock | 118,900 |
| Class A<br>Common<br>Stock | <u>(8)</u> |  | <u>(6)</u> | <u>(7)</u> | Class B<br>Common<br>Stock | 18,005  |
| Class A<br>Common<br>Stock | <u>(8)</u> |  | <u>(6)</u> | <u>(7)</u> | Class B<br>Common<br>Stock | 16,748  |
| Class A<br>Common<br>Stock | <u>(8)</u> |  | <u>(6)</u> | <u>(7)</u> | Class B<br>Common<br>Stock | 160,563 |
| Class A<br>Common<br>Stock | <u>(8)</u> |  | <u>(6)</u> | <u>(7)</u> | Class B<br>Common<br>Stock | 200,693 |
| Class A<br>Common<br>Stock | <u>(8)</u> |  | <u>(6)</u> | <u>(7)</u> | Class B<br>Common<br>Stock | 160,563 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |           |       |
|---|---------------|-----------|-----------|-------|
|   | Director      | 10% Owner | Officer   | Other |
| Miller Marc D<br>UNIVERSAL HEALTH SERVICES, INC.<br>367 SOUTH GULPH ROAD<br>KING OF PRUSSIA, PA 19406 | X             |           | President |       |

## Signatures

/s/ Steve Filton, Attorney in Fact for Marc D.  
Miller

05/01/2019

\_\_Signature of Reporting Person

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).
- On April 30, 2019, The Marc Daniel Miller 2018 GRAT distributed 28.21838% of the MDM 2014 LLC to the MDM 2014 LLC as held by Alan B. Miller, The Abby Miller King 2018 GRAT distributed 30.95556% of the AMK 2014 LLC to the AMK 2014 LLC as held by Alan B. Miller, and The Marni Spencer 2018 GRAT distributed 30.95556% of the MS 2014 LLC to the MS 2014 LLC as held by Alan B. Miller. Mr. Miller's pecuniary interest in these shares is unchanged. All distributions hereinbefore described were made pursuant to the terms of the Trust Agreement creating each 2018 GRAT.
- (1) On April 30, 2019, Alan B. Miller contributed 62.27585% of AMK 2014 LLC to The Abby Miller King 2019 GRAT. These shares were held by the AMK 2014 LLC as held by Alan B. Miller.
  - (2) On April 30, 2019, Alan B. Miller contributed 62.27585% of MS 2014 LLC to The Marni Spencer 2019 GRAT. These shares were held by the MS 2014 LLC as held by Alan B. Miller.
  - (3) On April 30, 2019, Alan B. Miller contributed 50.66610% of the MDM 2014 LLC to The Marc Daniel Miller 2019 GRAT. These shares were held by the MDM 2014 LLC as held by Alan B. Miller.
  - (4) The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.
  - (5) Immediately.
  - (6) Not Applicable.
  - (7) These shares are convertible to Class B Common Stock on a share for share basis.
  - (8) Immediately
  - (9) Not Applicable
  - (10) The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.
  - (11) Immediately.
  - (12) Not Applicable.
  - (13)

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.