

Miller Marc D  
Form 4  
March 15, 2010

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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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

(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)

3. Date of Earliest Transaction (Month/Day/Year)  
03/12/2010

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

UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH GULPH ROAD

(Street)

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

KING OF PRUSSIA, PA 19406

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Class B Common Stock	03/12/2010		M	30,000	A	\$ 29.26	44,312 D
Class B Common Stock	03/12/2010		M	10,000	A	\$ 25.595	54,312 D
Class B Common Stock	03/12/2010		M	25,000	A	\$ 24.445	79,312 D

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Class B Common Stock	03/12/2010	M	17,500	A	\$ 16.22	96,812	D	
Class B Common Stock	03/12/2010	F	68,369	D	\$ 33.03	28,443	D	
Class B Common Stock						296,024	I	By MMA Family, LLC <u>(1)</u> <u>(2)</u>
Class B Common Stock						4,114	I	By The Abby Miller King 2008 GRAT
Class B Common Stock						80,000	I	By The Abby Miller King 2009 GRAT
Class B Common Stock						42,000	I	By The Abby Miller King 2010 GRAT <u>(3)</u>
Class B Common Stock						4,114	I	By The Marc Daniel Miller 2008 GRAT
Class B Common Stock						80,000	I	By The Marc Daniel Miller 2009 GRAT
Class B Common Stock						42,000	I	By The Marc Daniel Miller 2010 GRAT <u>(3)</u>
						4,114	I	

Class B Common Stock						By The Marni Spencer 2008 GRAT
Class B Common Stock				80,000	I	By The Marni Spencer 2009 GRAT
Class B Common Stock				42,000	I	By The Marni Spencer 2010 GRAT <sup>(3)</sup>

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.**

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**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option To Purchase Class B Common Stock	\$ 29.26	03/12/2010		M	30,000	<u>(4)</u> 09/10/2011	Class B Common Stock	30,000	
Option To Purchase Class B Common Stock	\$ 25.595	03/12/2010		M	10,000	<u>(5)</u> 08/02/2012	Class B Common Stock	10,000	

