

PANTALEONI ANTHONY  
Form 4  
January 24, 2013

**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 \*  
PANTALEONI ANTHONY

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)  
FULBRIGHT & JAWORSKI  
LLP, 666 FIFTH AVENUE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/23/2013

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

NEW YORK, NY 10103

(City) (State) (Zip)

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

**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 Beneficial Ownership (Instr. 4) |   |          |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|----------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |   |          |
|                                 |                                      |  |                                | Code  | V   | Amount   |  |   |          |
| Class B Common Stock            | 01/23/2013                           |  | J <sup>(1)</sup>               | 4,656   | D   | \$ 0   | 7,572  | I | AP-2 LLC |
| Class B Common Stock            | 01/23/2013                           |  | J <sup>(1)</sup>               | 4,656   | A   | \$ 0   | 10,867                                       | D |          |
| Class B Common Stock            | 01/23/2013                           |  | J <sup>(2)</sup>               | 7,572   | D   | \$ 0   | 0  | I | AP-2 LLC |
| Class B                         |                                      |  |                                |   |   |  | 7,560  | I | Trustee  |

Common  
StockF/b/o  
Family

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

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(9-02)

**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) |                      |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                | Amount or Number of Shares |
| Class A Common Stock                       | (3)  | 01/23/2013                           |  | J <sup>(4)</sup>               | 17,808  | (5)  | (3)   | Class B Common Stock | 17,808                     |
| Class A Common Stock                       | (3)  | 01/23/2013                           |  | J <sup>(4)</sup>               | 17,808  | (5)  | (3)   | Class B Common Stock | 17,808                     |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

PANTALEONI ANTHONY  
FULBRIGHT & JAWORSKI LLP  
666 FIFTH AVENUE  
NEW YORK, NY 10103

X

## Signatures

/s/ Anthony  
Pantaleoni

01/24/2013

\*\*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).

(1)

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On January 23, 2013, AP-2 LLC transferred 4,656 shares of Class B Common Stock to Anthony Pantaleoni. These shares were previously indirectly held by Mr. Pantaleoni and the transfer resulted in a change of beneficial ownership from indirect to direct.

- (2) On January 23, 2013, AP-2 LLC distributed 7,572 shares of Class B Common Stock to Anthony Pantaleoni's children.
- (3) The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.
- (4) On January 23, 2013, AP-2 LLC transferred 17,808 shares of Class A Common Stock to Anthony Pantaleoni. These shares were previously indirectly held by Mr. Pantaleoni and the transfer resulted in a change of beneficial ownership from indirect to direct.
- (5) Immediately.

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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