

Miller Marc D
Form 4
March 04, 2019

FORM 4

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

OMB APPROVAL

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

(Last) (First) (Middle)

UNIVERSAL HEALTH SERVICES, INC., 367 SOUTH GULPH ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2019

KING OF PRUSSIA, PA 19406

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Class B Common Stock | 02/28/2019 | | M | 90,000 | A \$ 138.83 | 202,615 | D |
| Class B Common Stock | 02/28/2019 | | F | 67,378 | D \$ 138.83 | 135,237 | D |
| Class B Common Stock | | | | | | 16,748 | I AMK 2014 LLC held by The Abby |

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| | | | |
|----------------------------|---------|---|---|
| Class B Common Stock | 31,319 | I | Danielle Miller 2002 Trust AMK 2014 LLC held by The Abby Miller King 2017 GRAT |
| Class B Common Stock | 51,933 | I | AMK 2014 LLC held by the Abby Miller King 2018 GRAT |
| Class B Common Stock | 131,097 | I | MDM 2014 LLC as held by The Marc Daniel Miller 2018 GRAT |
| Class B Common Stock | 24,007 | I | MDM 2014 LLC held by The Marc Daniel Miller 2002 Trust |
| Class B Common Stock | 44,896 | I | MDM 2014 LLC held by The Marc Daniel Miller 2017 GRAT |
| Class B Common Stock | 51,933 | I | MS 2014 LLC as held by |

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| | | | | |
|----------------------|--------|---|--|--|
| | | | | The Marni Spencer 2018 GRAT |
| Class B Common Stock | 16,748 | I | | MS 2014 LLC held by The Marni Spencer 2002 Trust |
| Class B Common Stock | 31,319 | I | | MS 2014 LLC held by The Marni Spencer 2017 GRAT |
| Class B Common Stock | 22,815 | I | | The Abby Danielle Miller 2002 Trust |
| Class B Common Stock | 55,763 | I | | The Abby Miller King 2011 Family Trust |
| Class B Common Stock | 44,110 | I | | The Marc Daniel Miller 2002 Trust |
| Class B Common Stock | 59,900 | I | | The Marc Daniel Miller 2011 Family Trust |
| Class B Common Stock | 43,247 | I | | The Marni Spencer 2002 Trust |
| | 55,763 | I | | |

Class B
Common
Stock

The
Marni
Spencer
2011
Family
Trust

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Option To Purchase Class B Common Stock | \$ 78.17 | 02/28/2019 | | M | 90,000 | <u>(1)</u> 03/25/2019 | Class B Common Stock | 90,000 |

Reporting Owners

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

Signatures

/s/ Marc D.
Miller 03/04/2019

**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).
- (1) Option vests ratably on each of 3/26/2015, 3/26/2016, 3/26/2017 and 3/26/2018.

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