

MILLER ALAN B  
Form 4  
March 21, 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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MILLER ALAN B

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

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/20/2019

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman and CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class B<br>Common<br>Stock            | 03/20/2019                              |                                                             | A <sup>(1)</sup>                        | 7,462 A \$ 0                                                               | 1,158,203                                                                                                          | D                                                                       |                                                                   |

|                            |  |  |  |  |        |   |                                                 |
|----------------------------|--|--|--|--|--------|---|-------------------------------------------------|
| Class B<br>Common<br>Stock |  |  |  |  | 31,319 | I | AMK 2014<br>LLC as held<br>by Alan B.<br>Miller |
| Class B<br>Common<br>Stock |  |  |  |  | 51,933 | I | AMK 2014<br>LLC as held<br>by The Abby          |

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|                            |         |   |  |                                                                         |
|----------------------------|---------|---|--|-------------------------------------------------------------------------|
|                            |         |   |  | Miller King<br>2018 GRAT                                                |
|                            |         |   |  | AMK 2014<br>LLC held by<br>The Abby<br>Danielle<br>Miller 2002<br>Trust |
| Class B<br>Common<br>Stock | 16,748  | I |  |                                                                         |
| Class B<br>Common<br>Stock | 55,763  | I |  | By The<br>Abby Miller<br>King 2011<br>Family Trust                      |
| Class B<br>Common<br>Stock | 44,896  | I |  | MDM 2014<br>LLC as held<br>by Alan B.<br>Miller                         |
| Class B<br>Common<br>Stock | 131,097 | I |  | MDM 2014<br>LLC as held<br>by The Marc<br>Daniel<br>Miller 2018<br>GRAT |
| Class B<br>Common<br>Stock | 24,007  | I |  | MDM 2014<br>LLC held by<br>The Marc<br>Daniel<br>Miller 2002<br>Trust   |
| Class B<br>Common<br>Stock | 31,319  | I |  | MS 2014<br>LLC as held<br>by Alan B.<br>Miller                          |
| Class B<br>Common<br>Stock | 51,933  | I |  | MS 2014<br>LLC as held<br>by The<br>Marni<br>Spencer<br>2018 GRAT       |
| Class B<br>Common<br>Stock | 16,748  | I |  | MS 2014<br>LLC held by<br>The Marni<br>Spencer<br>2002 Trust            |
| Class B<br>Common<br>Stock | 10,810  | I |  | The Alan<br>and Jill<br>Miller                                          |

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

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

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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. 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. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>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 |
| Option<br>To<br>Purchase<br>Class B<br>Common<br>Stock | \$ 134.02                                                          | 03/20/2019                              |                                                             | A <sup>(2)</sup>                     |                                                                                                           | 590,000                                                        |     | <sup>(3)</sup>                                                      | 03/19/2024         | Class B<br>Common<br>Stock | 590,000                          |

## Reporting Owners

| Reporting Owner Name / Address                                                                        | Relationships |           |                  |       |
|-------------------------------------------------------------------------------------------------------|---------------|-----------|------------------|-------|
|                                                                                                       | Director      | 10% Owner | Officer          | Other |
| MILLER ALAN B<br>UNIVERSAL HEALTH SERVICES, INC.<br>367 SOUTH GULPH ROAD<br>KING OF PRUSSIA, PA 19406 | X             | X         | Chairman and CEO |       |

## Signatures

/s/ Steve Filton, Attorney-in-Fact for Alan B.  
Miller

03/21/2019

\_\_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) These restricted shares were granted pursuant to the Universal Health Services, Inc. Amended and Restated 2010 Employees' Restricted Stock Purchase Plan and shall vest ratably on each of 03/20/2020 and 03/20/2021.
- (2) Option granted to purchase shares of Class B Common Stock under the Company's Third Amended and Restated 2005 Stock Incentive Plan.
- (3) Option vests ratably on each of 3/20/2020, 3/20/2021, 3/20/2022, and 3/20/2023.

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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