

Miller Marc D
Form 4
March 07, 2019

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)
03/05/2019

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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Class B Common Stock	03/05/2019		J ⁽¹⁾		31,319	D	\$ 0 0	I AMK 2014 LLC held by The Abby Miller King 2017 GRAT
Class B Common Stock	03/05/2019		J ⁽¹⁾		31,319	A	\$ 0 31,319	I AMK 2014 LLC as held by

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Class B Common Stock	03/05/2019	<u>J⁽¹⁾</u>	31,319	D	\$ 0	0	I	Alan B. Miller MS 2014 LLC held by The Marni Spencer 2017 GRAT
Class B Common Stock	03/05/2019	<u>J⁽¹⁾</u>	31,319	A	\$ 0	31,319	I	MS 2014 LLC as held by Alan B. Miller
Class B Common Stock	03/05/2019	<u>J⁽¹⁾</u>	44,896	D	\$ 0	0	I	MDM 2014 LLC held by The Marc Daniel Miller 2017 GRAT
Class B Common Stock	03/05/2019	<u>J⁽¹⁾</u>	44,896	A	\$ 0	44,896	I	MDM 2014 LLC as held by Alan B. Miller
Class B Common Stock						135,237	D	
Class B Common Stock						0	I	AMK 2014 LLC
Class B Common Stock						16,748	I	AMK 2014 LLC held by The Abby Danielle Miller 2002 Trust
Class B Common Stock						51,933	I	AMK 2014 LLC held by the Abby Miller King 2018 GRAT

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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	51,933	I	MS 2014 LLC as held by 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	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

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Class B Common Stock					43,247	I	The Marni Spencer 2002 Trust
Class B Common Stock					55,763	I	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)	
					Code	V	(A)	(D)	Date Exercisable		Expiration Date
Class A Common Stock	(2)	03/05/2019		J(1)			31,319	(3)	(4)	Class B Common Stock	31,319
Class A Common Stock	(2)	03/05/2019		J(1)			31,319	(5)	(6)	Class B Common Stock	31,319
Class A Common Stock	(2)	03/05/2019		J(1)			31,319	(3)	(4)	Class B Common Stock	31,319

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Class A Common Stock	<u>(2)</u>	03/05/2019	<u>J(1)</u>	31,319	<u>(5)</u>	<u>(6)</u>	Class B Common Stock	31,319
Class A Common Stock	<u>(2)</u>	03/05/2019	<u>J(1)</u>	33,671	<u>(3)</u>	<u>(4)</u>	Class B Common Stock	33,671
Class A Common Stock	<u>(2)</u>	03/05/2019	<u>J(1)</u>	33,671	<u>(5)</u>	<u>(6)</u>	Class B Common Stock	33,671
Class A Common Stock	<u>(2)</u>				<u>(3)</u>	<u>(4)</u>	Class B Common Stock	160,563
Class A Common Stock	<u>(2)</u>				<u>(3)</u>	<u>(4)</u>	Class B Common Stock	200,693
Class A Common Stock	<u>(2)</u>				<u>(3)</u>	<u>(4)</u>	Class B Common Stock	160,563
Class A Common Stock	<u>(2)</u>				<u>(3)</u>	<u>(4)</u>	Class B Common Stock	532,194
Class A Common Stock	<u>(7)</u>				<u>(3)</u>	<u>(4)</u>	Class B Common Stock	51,933

Class A Common Stock	<u>(2)</u>		<u>(3)</u>	<u>(4)</u>	Class B Common Stock	16,748
Class A Common Stock	<u>(7)</u>		<u>(3)</u>	<u>(4)</u>	Class B Common Stock	118,900
Class A Common Stock	<u>(7)</u>		<u>(3)</u>	<u>(4)</u>	Class B Common Stock	118,900
Class A Common Stock	<u>(7)</u>		<u>(3)</u>	<u>(4)</u>	Class B Common Stock	118,900
Class A Common Stock	<u>(7)</u>		<u>(3)</u>	<u>(4)</u>	Class B Common Stock	98,324
Class A Common Stock	<u>(2)</u>		<u>(3)</u>	<u>(4)</u>	Class B Common Stock	18,005

Class A Common Stock	<u>(7)</u>	<u>(3)</u>	<u>(4)</u>	Class B Common Stock	51,933
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Class A Common Stock	<u>(2)</u>	<u>(3)</u>	<u>(4)</u>	Class B Common Stock	16,748
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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

03/07/2019

 **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) On March 5, 2019, The Marc Daniel Miller 2017 GRAT distributed a 22.44772% interest in MDM 2014 LLC to Alan B. Miller, The Abby Miller King 2017 GRAT distributed a 31.32029% interest in AMK 2014 LLC to Alan B. Miller, and The Marni Spencer 2017 GRAT distributed a 31.32029% interest in AMK 2014 LLC to Alan B. Miller. The shares reflected represent the amount of shares held by each LLC as represented by the percentage LLC interests distributed. 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 2017 GRAT. Each 2017 GRAT is now terminated.
- (2) These shares are convertible to Class B Common Stock on a share for share basis.
- (3) Immediately.
- (4) Not Applicable.
- (5) Immediately

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(6) Not Applicable

(7) The Class A Common Stock is convertible into Class B Common Stock on a share for share basis.

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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