

UNIVERSAL HEALTH SERVICES INC
 Form 4
 October 06, 2006

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 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)

3. Date of Earliest Transaction (Month/Day/Year)
 10/05/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman, President and CEO

UNIVERSAL CORPORATE CENTER, 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	10/05/2006		J ⁽¹⁾	V	110,133	D	Ⓛ 289,867	I	by MMA Family, LLC
Class B Common Stock	10/06/2006		J ⁽¹⁾	V	104,520	A	Ⓛ 466,186	D	
Class B Common Stock	10/06/2006		J ⁽¹⁾⁽²⁾	V	5,613	A	Ⓛ ⁽¹⁾ Ⓛ ⁽²⁾ 295,480	I	by MMA Family, LLC

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Spencer 2005 GRAT, The Abby Miller King 2005 GRAT and The Marc Daniel Miller 2005 GRAT (together, the "GRATs"). On October 6, 2006, the GRATs in turn distributed the 104,520 shares of UHS Class B Common Stock directly to Mr. Miller pursuant to the terms of the GRATs. The shares were previously indirectly held by Mr. Miller through the MMA Family, LLC and the transfer resulted in a change in Mr. Miller's beneficial ownership from indirect to direct. Mr. Miller's pecuniary interest in these shares is unchanged.

- (2) On October 6, 2006, Jill S. Miller, Mr. Miller's spouse, transferred the 5,613 shares of UHS Class B Common Stock back to MMA Family, LLC. The shares continue to be indirectly held by Mr. Miller through the MMA Family, LLC. Mr. Miller's pecuniary interest in these shares is unchanged.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.