Form 4 May 24, 2013											
FORM	Δ								OMB AF	PROVAL	
	UNITE	D STATES		ATTIES A			NGE C	COMMISSION	OMB Number:	3235-0287	
Check thi	or			0					Expires:	January 31,	
if no long subject to Section 10 Form 4 or	51A1) 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Estimated average burden hours per response 0.5	
Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type R	lesponses)										
1. Name and A MILLER AI	Symbol					5. Relationship of Reporting Person(s) to Issuer					
	UNIVERSAL HEALTH SERVICES INC [UHS]					(Check all applicable)					
(Last) UNIVERSA SERVICES,	(Month/D	<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>05/22/2013</li></ul>				X DirectorX 10% Owner X Officer (give title Other (specify below) Chairman and CEO					
GULPH RO						_					
	(Street)	10406		ndment, Da hth/Day/Year	-	1		6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M		rson	
KING OF PI	RUSSIA, PA	19406						Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any		3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Class B				Code V	Amount		Price \$	(Instr. 3 and 4)			
Common Stock	05/22/2013			S	3,618	D	67.16 (1)	516,666	D		
Class B Common Stock	05/23/2013			S	6,382	D	\$ 67.01	510,284	D		
Class B Common Stock								11,615	Ι	By The Abby Miller King 2010	

			GRAT (A)
Class B Common Stock	59,900	I	By The Abby Miller King 2011 Family Trust
Class B Common Stock	100,000	I	By The Abby Miller King 2012 GRAT (A)
Class B Common Stock	11,615	I	By The Marc Daniel Miller 2010 GRAT (A)
Class B Common Stock	100,000	I	By The Marc Daniel Miller 2012 GRAT (A)
Class B Common Stock	11,615	Ι	By The Marni Spencer 2010 GRAT (A)
Class B Common Stock	100,000	I	By The Marni Spencer 2012 GRAT (A)
Class B Common Stock	59,900	I	The Marc Daniel Miller 2011 Family Trust
Class B Common Stock	59,900	Ι	The Marni Spencer 2011 Family Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. orNumber	6. Date Exerce Expiration D		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Montil/Day/Teat)	(Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/ e		Under Securi	lying	Security (Instr. 5)	Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationships							
				Officer	Other				
MILLER ALAN B UNIVERSAL HEALTH SE 367 SOUTH GULPH ROAI KING OF PRUSSIA, PA 19	Х	Х	Chairman and CEO						
Signatures									
/s/ Alan B. Miller	05/24/2013								

<u>\*\*</u>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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.000 to \$67.3800, inclusive. The reporting person undertakes to provide to Universal Health Services, Inc. (the "Company"), any stockholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnotes 1 and 2.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.00 to \$67.05, inclusive.

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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