

UNIVERSAL HEALTH SERVICES INC
 Form 3
 May 19, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Miller Marc D</p> <p>(Last) (First) (Middle)</p> <p>367 SOUTH GULPH ROAD</p> <p>(Street)</p> <p>KING OF PRUSSIA, Â PA Â 19406</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/17/2006</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>UNIVERSAL HEALTH SERVICES INC [UHS]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class B Common Stock | 400,000 | I | MMA Family, LLC ⁽¹⁾ |
| Class B Common Stock | 1,953 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|----------------------|----------------------------|----------|---------------------------------------|-------------------------------------|
| Class A Common Stock | Â (2) | Â (3) | Class B Common Stock | 444,447 | \$ (4) | I | A. Miller Family, LLC |
| Class A Common Stock | Â (2) | Â (3) | Class B Common Stock | 25,250 | \$ (4) | I | The Abby Danielle Miller 2002 Trust |
| Class A Common Stock | Â (2) | Â (3) | Class B Common Stock | 25,250 | \$ (4) | I | The Marni Spencer 2002 Trust |
| Class A Common Stock | Â (2) | Â (3) | Class B Common Stock | 25,250 | \$ (4) | I | The Marc Daniel Miller 2002 Trust |
| Option to purchase Class B Common Stock | Â (5) | 02/19/2007 | Class B Common Stock | 1,250 | \$ 40.95 | D | Â |
| Option to purchase Class B Common Stock | Â (6) | 03/19/2008 | Class B Common Stock | 1,000 | \$ 38.5 | D | Â |
| Option to purchase Class B Common Stock | Â (7) | 03/14/2010 | Class B Common Stock | 20,000 | \$ 48.85 | D | Â |

Reporting Owners

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

Signatures

/s/ Marc D.
Miller

05/19/2006

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

Marc D. Miller disclaims beneficial ownership of the securities attributable to Jill Miller and The Marni Spencer 2005 GRAT and The (1) Abby Miller King 2005 GRAT as members of the MMA Family, LLC, and this report shall not be deemed an admission that he is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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- (2) Immediately.
- (3) Not Applicable.
- (4) These shares are convertible to Class B Common Stock on a share for share basis.
- (5) The option became exercisable on February 19, 2003.
- (6) The option became exercisable as to 500 shares on March 19, 2004, and the remaining 500 shares shall vest on March 19, 2007.
- (7) The option became exercisable as to 5,000 shares on March 15, 2006, and the remaining 15,000 shares shall vest on March 15, 2007, March 15, 2008 and March 15, 2009.

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.