

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>McDonnell Eileen C.</u> <hr/> (Last) (First) (Middle) THE PENN MUTUAL LIFE INSURANCE COMPANY 600 DRESHER ROAD <hr/> (Street) HORSHAM PA 19044 <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>UNIVERSAL HEALTH SERVICES INC</u> [UHS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year) 07/29/2019					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person					

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)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	07/29/2019		M		11,250	A	\$151.89	18,487	D	
Class B Common Stock	07/29/2019		M		11,250	A	\$151.89	21,049	D	
Class B Common Stock	07/29/2019		M		2,500	A	\$151.89	32,237	D	
Class B Common Stock	07/29/2019		M		5,000	A	\$151.89	37,237	D	
Class B Common Stock	07/29/2019		F		23,545	D	\$151.89	13,692	D	
Class B Common Stock	07/29/2019		S ⁽¹⁾		6,455	D	\$147.96	7,237	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		(A)	(D)						Date Exercisable
Option To Purchase Class B Common Stock	\$117.29	07/29/2019		M		11,250	(2)	03/17/2020	Class B Common Stock	11,250	\$0	0	D	
Option To Purchase Class B Common Stock	\$118.62	07/29/2019		M		11,250	(3)	03/22/2021	Class B Common Stock	11,250	\$0	3,750	D	
Option To Purchase Class B Common Stock	\$119.64	07/29/2019		M		2,500	(4)	04/12/2023	Class B Common Stock	2,500	\$0	7,500	D	
Option To Purchase Class B Common Stock	\$124.56	07/29/2019		M		5,000	(5)	03/28/2022	Class B Common Stock	5,000	\$0	5,000	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Option To Purchase Class B Common Stock	\$134.02							(6)	03/19/2024	Class B Common Stock	10,000	10,000	D	

Explanation of Responses:

1. These shares were sold in multiple transactions at a price of \$147.9553.
2. Option vested ratably on each of 3/18/2016, 3/18/2017, 3/18/2018 and 3/18/2019.
3. Option vests ratably on each of 3/23/2017, 3/23/2018, 3/23/2019 and 3/23/2020.
4. Option vests ratably on each of 4/13/2019, 4/13/2020, 4/13/2021, and 4/13/2022.
5. Option vests ratably on each of 3/29/2018, 3/29/2019, 3/29/2020 and 3/29/2021.
6. Option vests ratably on each of 3/20/2020, 3/20/2021, 3/20/2022, and 3/20/2023.

/s/ Eileen C. McDonnell 07/30/2019

** Signature of Reporting Person Date

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

* 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).

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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