

UNIVERSAL HEALTH SERVICES INC
Form DEFA14A
April 08, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 14A

**PROXY STATEMENT PURSUANT TO SECTION 14(A) OF THE
SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, For Use of the Commission Only
(as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

UNIVERSAL HEALTH SERVICES, INC.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

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Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1. Title of each class of securities to which transaction applies:

2. Aggregate number of securities to which transaction applies:

3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

4. Proposed maximum aggregate value of transaction:

5. Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1. Amount Previously Paid:

2. Form, Schedule or Registration Statement No.:

3. Filing Party:

4. Date Filed:

CLASS B
COMMON STOCK
CLASS D
COMMON STOCK

Universal Health Services, Inc.

367 South Gulph Road, King of Prussia, PA 19406

Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on

Wednesday, May 20, 2009.

The Proxy Statement, Annual Report and other proxy materials are available at:

<http://bnymellon.mobular.net/bnymellon/uhs>

Universal Health Services, Inc.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before May 13, 2009 to facilitate timely delivery.

Dear Universal Health Services, Inc. Stockholder:

The 2009 Annual Meeting of Stockholders of Universal Health Services, Inc. (the Company) will be held at the Universal Corporate Center, 367 South Gulph Road, King of Prussia, PA 19406 on Wednesday, May 20, 2009, at 10:00 a.m. (local time).

Proposals to be considered at the Annual Meeting:

There are no proposals to vote on at this time. Discretionary authority is hereby granted with respect to such other matters as may properly come before the meeting.

The Board of Directors has fixed the close of business on March 31, 2009, as the record date (the Record Date) for the determination of stockholders entitled to receive notice of and to vote at the Annual Meeting or any adjournment(s) thereof.

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Alan B. Miller and Steve Filton and each of them, as the true and lawful attorneys, agents, and proxies of the undersigned, with full power of substitution, are hereby authorized to represent and to vote, as designated below, all shares of Class B Common Stock and Class D Common Stock of Universal Health Services, Inc. held of record by the undersigned on March 31, 2009 at the Annual Meeting of Stockholders to be held at 10.00 a.m. on Wednesday, May 20, 2009 at the offices of the Company, Universal Corporate Center, 367 South Gulph Road, King of Prussia, Pennsylvania and at any adjournment thereof. Any and all proxies heretofore given are hereby granted.

Signature:

Date:

Signature:

Date:

IMPORTANT: Please sign exactly as name appears at the left. Each joint owner shall sign. Executors, administrators, trustees, etc. should give full title. The above-signed acknowledges receipt of the Notice of Annual Meeting of Stockholders.

CONTROL NUMBER

**You may vote your proxy
when you view the materials on the Internet.
You will be asked to enter this 11-digit control number**

46019

Stockholders of record as of the Record Date are encouraged and cordially invited to attend the Annual Meeting. Directions to attend the annual meeting where you may vote in person can be found on our website, www.uhsinc.com.

Meeting Location:

Universal Corporate Center

367 South Gulph Road

King of Prussia, PA 19406

You can find directions to the Annual Meeting at: <http://www.uhsinc.com>

The following Proxy Materials are available for you to review online:

the Company's 2009 Proxy Statement (including all attachments thereto);

the Proxy Card;

the Company's Annual Report for the year ended December 31, 2008 (which is not deemed to be part of the official proxy soliciting materials); and

any amendments to the foregoing materials that are required to be furnished to stockholders.

To request a paper copy of the Proxy Materials. (you must reference your 11 digit control number):

Telephone: **1-888-313-0164**

Email: **shrrelations@bnymellon.com**

Internet: **<http://bnymellon.mobular.net/bnymellon/uhs>**

ACCESSING YOUR PROXY MATERIALS ONLINE

**YOU MUST REFERENCE YOUR 11-DIGIT CONTROL NUMBER WHEN YOU REQUEST
A PAPER COPY OF THE PROXY MATERIALS OR TO VOTE YOUR PROXY ELECTRONICALLY.**

The Proxy Materials for Universal Health Services, Inc. are available to review at:

<http://bnymellon.mobular.net/bnymellon/uhs>

Have this notice available when you request a PAPER copy of the proxy materials,
when you want to view your proxy materials online

OR WHEN YOU WANT TO VOTE YOUR PROXY ELECTRONICALLY.

VOTE BY INTERNET

Use the Internet to vote your shares. Have this card in hand when you access the above web site.

On the top right hand side of the web site click on **Vote Now** to
access the electronic proxy card and vote your shares

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