

UNIVERSAL HEALTH SERVICES INC  
Form 8-K  
May 22, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d)**  
**of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 21, 2014**

**UNIVERSAL HEALTH SERVICES, INC.**

**(Exact name of registrant as specified in its charter)**

**DELAWARE**  
**(State or other jurisdiction of**  
**Incorporation or Organization)**

**1-10765**  
**(Commission**  
**File Number)**

**23-2077891**  
**(I.R.S. Employer**  
**Identification No.)**

**UNIVERSAL CORPORATE CENTER**

**367 SOUTH GULPH ROAD**

**KING OF PRUSSIA, PENNSYLVANIA 19406**

**(Address of principal executive office) (Zip Code)**

**Registrant's telephone number, including area code (610) 768-3300**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 21, 2014, Universal Health Services, Inc. (the Company) held its 2014 Annual Meeting of Stockholders at the Company's Corporate Center at 367 South Gulph Road, King of Prussia, Pennsylvania.

At the Annual Meeting, the Company's stockholders voted to: (i) elect two Class III members of the Board of Directors for three-year terms scheduled to expire at the Company's 2017 Annual Meeting of Stockholders; (ii) approve the non-binding vote on named executive officer compensation, and; (iii) ratify the selection of PricewaterhouseCoopers, LLP, as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014. The final voting results were as follows:

**Proposal No. 1: Election of Directors:****Alan B. Miller elected by the Class A and Class C Stockholders:**

Votes cast in favor	7,259,708
Votes withheld	0
Broker non-votes	0

**Lawrence S. Gibbs elected by the Class B and Class D Stockholders:**

Votes cast in favor	65,181,827
Votes withheld	3,938,590
Broker non-votes	5,143,576

**Proposal No. 2: Advisory vote on named executive officer compensation:**

Votes cast in favor	68,289,738
Votes cast against	285,439
Votes abstained	22,644
Broker non-votes	609,813

**Proposal No. 3: The shareholder proposal regarding the selection of PricewaterhouseCoopers, LLP, for the fiscal year ending December 31, 2014:**

Votes cast in favor	69,174,659
Votes cast against	17,939
Votes abstained	15,036
Broker non-votes	0

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Universal Health Services, Inc.

By: /s/ Steve Filton

Name: Steve Filton

Title: Senior Vice President and Chief Financial Officer

Date: May 22, 2014