

UNIVERSAL DISPLAY CORP \PA\
 Form 4
 March 11, 2013

FORM 4

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

OMB APPROVAL

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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 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)

1. Name and Address of Reporting Person *
SELIGSOHN SHERWIN I

2. Issuer Name and Ticker or Trading Symbol
**UNIVERSAL DISPLAY CORP \PA\
 [PANL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of Board and Founder

C/O UNIVERSAL DISPLAY CORPORATION, 375 PHILLIPS BLVD.

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

EWING, NJ 08618

(City) (State) (Zip)

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 | | | |
| Common Stock | 01/07/2013 | | G | V 6,500 D \$ 0 | 275,087 | D | |
| Common Stock | 03/07/2013 | | A | 4,249 (1) A \$ 0 | 279,336 | D | |
| Common Stock | 03/08/2013 | | A | 8,333 (2) A \$ 0 | 287,669 | D | |
| Common Stock | 03/08/2013 | | F | 925 (3) D \$ 33.42 | 286,744 | D | |
| | | | | | 21,000 (5) | I | By Trust |

Common
Stock

Common
Stock

176,000 ⁽⁴⁾ I By Corp.

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

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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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SELIGSOHN SHERWIN I C/O UNIVERSAL DISPLAY CORPORATION 375 PHILLIPS BLVD. EWING, NJ 08618 | X | | Chairman of Board and Founder | |

Signatures

/s/ Sidney D. Rosenblatt (by power of attorney) 03/11/2013

**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).
- (1) These shares were granted to Mr. Seligsohn under the Company's Long Term Incentive Plan as part of his 2013 compensation and are subject to a time-based vesting restriction, with the total amount vesting on the second anniversary of the date of grant.

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- (2) These shares were granted to Mr. Seligsohn as part of his 2012 year-end compensation and are subject to a time-based vesting restriction, with one-third of the total share amount vesting on each of March 8, 2014, 2015 and 2016.
- (3) These shares were withheld to satisfy a tax liability in connection with the vesting on March 8, 2013, of 2,165 shares of restricted stock previously granted to Mr. Seligsohn.
- (4) American Biomimetics Corporation, of which Mr. Seligsohn is the sole Director, Chairman, President and Secretary.
- (5) The Seligsohn Foundation, of which Mr. Seligsohn is the sole trustee.

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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