

ROSENBLATT SIDNEY D
Form 4
January 07, 2011

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 *
ROSENBLATT SIDNEY D

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)
375 PHILLIPS BLVD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/06/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP and CFO

EWING, NJ 08618

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

(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 or Price (A) or (D)		
Common Stock	01/06/2011		S		19,958 (1)	D	\$ 35.0624 513,094 (2)
Common Stock	01/06/2011		A		10,063	A	\$ 0 523,157
Common Stock	01/06/2011		F		4,084 (3)	D	\$ 34.78 519,073
Common Stock	01/06/2011		A		8,625 (4)	A	\$ 0 527,698
Common Stock	01/06/2011		F		6,692 (5)	D	\$ 34.78 521,006

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Common Stock	01/06/2011	F	4,446	D	\$ 34.78	516,560	D	
Common Stock	01/06/2011	M	15,000	A	\$ 10.3125	531,560	D	
Common Stock						1,790	I	By Individuals (6)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 10.3125	01/06/2011		M	15,000	03/30/2001 03/30/2011	Common Stock	15,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSENBLATT SIDNEY D 375 PHILLIPS BLVD. EWING, NJ 08618	X		EVP and CFO	

Signatures

/s/ Sidney D. Rosenblatt 01/07/2011

**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 sold pursuant to a Rule 10b5-1 Non-Discretionary Trading Plan entered into by Mr. Rosenblatt effective as of November 22, 2010.
- (2) Includes 70 shares acquired under the Universal Display Corporation Employee Stock Purchase Plan on December 31, 2010.
- (3) These shares were withheld to satisfy a tax liability.
- (4) These shares are subject to a vesting restriction, with one-third of the total share amount vesting on each of January 6, 2012, 2013 and 2014.
- (5) These shares were withheld to satisfy a tax liability in connection with the vesting, on January 6, 2011, of 16,938 shares of restricted stock previously granted to Mr. Rosenblatt.
- (6) These shares are held by Mr. Rosenblatt's children and are being reported as beneficially owned by him.

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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