

BROWN JULIA J
Form 4
July 29, 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 *
BROWN JULIA J

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)
07/27/2011

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Chief Technical Officer

EWING, NJ 08618

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 07/27/2011 | | M | | 250 A \$ 9.1 | 169,432 | D |
| Common Stock | 07/27/2011 | | M | | 10,000 A \$ 5.45 | 179,432 | D |
| Common Stock | 07/27/2011 | | M | | 250 A \$ 9.94 | 179,682 | D |
| Common Stock | 07/27/2011 | | M | | 250 A \$ 9.6 | 179,932 | D |
| Common Stock | 07/27/2011 | | M | | 30,000 A \$ 16.94 | 209,932 | D |

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| | | | | | | | | |
|-----------------|------------|--|---|----------------------|---|----------------------------|---------|---|
| Common Stock | 07/27/2011 | | S | <u>40,750</u> (1) | D | \$ <u>31.542</u> (2) | 169,182 | D |
|-----------------|------------|--|---|----------------------|---|----------------------------|---------|---|

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

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(9-02)

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) | \$ 9.1 | 07/27/2011 | | M | 250 | 04/15/2002 04/15/2012 | Common Stock 250 |
| Employee Stock Option (right to buy) | \$ 5.45 | 07/27/2011 | | M | 10,000 | 09/23/2002 09/23/2012 | Common Stock 10,000 |
| Employee Stock Option (right to buy) | \$ 9.94 | 07/27/2011 | | M | 250 | 11/18/2002 11/18/2012 | Common Stock 250 |
| Employee Stock Option (right to buy) | \$ 9.6 | 07/27/2011 | | M | 250 | 06/16/2003 06/16/2013 | Common Stock 250 |
| Employee Stock Option (right to | \$ 16.94 | 07/27/2011 | | M | 30,000 | 01/20/2004 01/20/2014 | Common Stock 30,000 |

buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BROWN JULIA J 375 PHILLIPS BLVD. EWING, NJ 08618 | | | Chief Technical Officer | |

Signatures

/s/ Julia J.
Brown

07/29/2011

**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 Dr. Brown.
 - (2) Represents the weighted average of a range of sale prices from \$31.04 to \$32.09 per share. Full information regarding the number of shares sold at each separate price will be provided on request.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.