

UNIVERSAL DISPLAY CORP \PA\
Form 4
March 30, 2015

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\
[OLED]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
03/27/2015

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

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	03/18/2015		G	V	1,000	D	\$ 0 221,805 D
Common Stock	03/27/2015		A		8,780 ⁽¹⁾	A	\$ 0 230,585 D
Common Stock	03/27/2015		F		3,952 ⁽²⁾	D	\$ 46.78 226,633 D
Common Stock							43,028 ⁽³⁾ I By Grantor Retained Annuity

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).

These performance units were granted to Mr. Rosenblatt under the Company's Long Term Incentive Plan as part of his 2013

(1) compensation and vested subject to the satisfaction of certain performance conditions, which our Compensation Committee certified as having occurred on March 27, 2015.

(2) These shares were withheld to satisfy a tax liability in connection with the vesting on March 27, 2015 of 8,780 shares of restricted stock previously granted to Mr. Rosenblatt.

(3) Mr. Rosenblatt transferred these shares to the Sidney Rosenblatt June 2018 Annuity Trust on June 18, 2014.

(4) These shares are held by Mr. Rosenblatt's children and are being reported as beneficially owned by him.

(5) These shares are held by the Rosenblatt Family Limited Partnership, a limited partnership of which he is the sole general partner and he and his children are the sole limited partners.

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.