

UNIVERSAL DISPLAY CORP \PA\
 Form 4
 March 09, 2017

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

(Last) (First) (Middle)

C/O UNIVERSAL DISPLAY CORPORATION, 375 PHILLIPS BLVD.

(Street)

EWING, NJ 08618

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/07/2017

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 EVP and CFO

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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount (A) or Price (D)					
Common Stock	03/07/2017		A		4,079 (1)	A	\$ 0	415,261	D	
Common Stock	03/07/2017		A		6,644 (2)	A	\$ 0	421,905	D	
Common Stock	03/07/2017		F		2,991 (3)	D	\$ 83.25	418,914	D	
Common Stock								43,028	I	By Grantor Retained Annuity

Common Stock	3,250 ⁽⁴⁾	I	Trust By Individuals
Common Stock	110,836 ⁽⁵⁾	I	By Family Limited Partnership

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

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

Signatures

/s/ Sidney. D. Rosenblatt 03/09/2017

**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 units were granted to Mr. Rosenblatt under the Company's Long Term Incentive Plan as part of his 2017 compensation and are subject to a time-based vesting restriction, with one-third of the total unit amount vesting on each of March 7, 2018, 2019, and 2020.

(2) These shares were granted to Mr. Rosenblatt as performance units under the Company's Long Term Incentive Plan as part of his 2014 compensation and vested subject to the satisfaction of certain performance conditions, which our Compensation Committee certified on March 7, 2017 as having occurred.

(3) These shares were withheld to satisfy a tax liability in connection with the vesting on March 7, 2017 of 6,644 shares of restricted stock previously granted to Mr. Rosenblatt.

(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.

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