

UNIVERSAL DISPLAY CORP \PA\
 Form 4
 March 18, 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 *
 Mahon Janice K

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)
 03/17/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP of Tech Commercialization

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V | Amount or Price (A) or (D) | | |
| Common Stock | 03/17/2015 | | | S | 500 ⁽¹⁾ D \$ 41.9 ₍₂₎ | D | |
| Common Stock | 03/17/2015 | | | S | 1,710 ₍₁₎ D \$ 43.13 ₍₃₎ | D | |
| Common Stock | 03/17/2015 | | | S | 1,700 ₍₁₎ D \$ 44.07 ₍₄₎ | D | |
| Common | 03/17/2015 | | | S | 791 ₍₁₎ D \$ 46,859 | D | |

Stock 44.76
(5)

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 Beneficially Owned (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mahon Janice K C/O UNIVERSAL DISPLAY CORPORATION 375 PHILLIPS BLVD. EWING, NJ 08618 | | | VP of Tech Commercialization | |

Signatures

/s/ Janice K. 03/18/2015
 Mahon

**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 previously entered into by Ms. Mahon.
 - (2) Represents the weighted average of a range of sale prices per share from \$41.41 to \$42.36. The reporting person undertakes to provide to the Staff of the Securities and Exchange Commission, the Company or any shareholder of the Company, upon request, full information

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regarding the number of shares sold at each separate price.

- (3) Represents the weighted average of a range of sale prices per share from \$42.49 to \$43.46. The reporting person undertakes to provide to the Staff of the Securities and Exchange Commission, the Company or any shareholder of the Company, upon request, full information regarding the number of shares sold at each separate price.

- (4) Represents the weighted average of a range of sale prices per share from \$43.60 to \$44.58. The reporting person undertakes to provide to the Staff of the Securities and Exchange Commission, the Company or any shareholder of the Company, upon request, full information regarding the number of shares sold at each separate price.

- (5) Represents the weighted average of a range of sale prices per share from \$44.62 to \$44.93. The reporting person undertakes to provide to the Staff of the Securities and Exchange Commission, the Company or any shareholder of the Company, upon request, full information regarding the number of shares sold at each separate price.

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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