

UNIVERSAL DISPLAY CORP \PA\
 Form 4
 May 12, 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 *
 ABRAMSON STEVEN V

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

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

(Last) (First) (Middle)
 C/O UNIVERSAL DISPLAY CORPORATION, 375 PHILLIPS BLVD.

3. Date of Earliest Transaction (Month/Day/Year)
 05/08/2015

(Street)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price (A) or (D) | | |
| Common Stock | 05/08/2015 | | M | | 16,322 A \$ 10.51 | 401,802 | D |
| Common Stock | 05/08/2015 | | S | | 32,639 (1) D \$ 51 (2) | 369,163 | D |
| Common Stock | 05/11/2015 | | M | | 6,678 A \$ 10.51 | 375,841 | D |
| Common Stock | 05/11/2015 | | S | | 10,673 (1) D \$ 49.49 (3) | 365,168 | D |

| | | | | |
|--------------|---------|---|--|-----------------------------------|
| Common Stock | 230,260 | I | | By Grantor Retained Annuity Trust |
|--------------|---------|---|--|-----------------------------------|

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) | \$ 10.51 | 05/08/2015 | | M | 16,322 | 12/30/2005 12/30/2015 | Common Stock 16,322 |
| Employee Stock Option (right to buy) | \$ 10.51 | 05/11/2015 | | M | 6,678 | 12/30/2005 12/30/2015 | Common Stock 6,678 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ABRAMSON STEVEN V C/O UNIVERSAL DISPLAY CORPORATION 375 PHILLIPS BLVD. EWING, NJ 08618 | X | | President and CEO | |

Signatures

/s/ Steven V.
Abramson

05/12/2015

__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 Mr. Abramson.

Represents the weighted average of a range of sale prices per share from \$51.00 to \$51.04. 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.

(2) Represents the weighted average of a range of sale prices per share from \$49.06 to \$49.87. 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.

(3) Represents the weighted average of a range of sale prices per share from \$49.06 to \$49.87. 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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