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UNIVERSAL DISPLAY CORP \PA\  
Form 8-K  
March 18, 2004

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported):  
March 18, 2004 (March 17, 2004)  
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Universal Display Corporation  
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(Exact Name of Registrant Specified in Charter)

Pennsylvania	1-12031	23-2372688
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
375 Phillips Boulevard		
Ewing, NJ		08618
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(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code: (609) 671-0980  
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Item 5. Other Events

On March 17, 2004, Universal Display Corporation (the "Company") entered into an underwriting agreement with SG Cowen Securities Corporation, Needham & Company, Inc., Harris Nesbitt Corp. (collectively, the "Underwriters") in connection with the public offering (the "Offering") of 2,500,000 shares of the Company's common stock, \$0.01 par value (the "Common Stock"), at a purchase price of \$12.00 per share. The Company has granted the Underwriters a 30-day option to purchase up to an additional 375,000 shares of Common Stock solely to cover over-allotments. The Offering is registered under the Securities Act of 1933, as amended (the "Securities Act") on the Company's Registration Statements

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on Form S-3 (Commission File Nos. 333-88950 and 333-112077).

Such underwriting agreement is filed herewith as Exhibit 1.1.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits.

Exhibit Number -----	Exhibit Title -----
1.1	Underwriting Agreement, dated March 17, 2004, between the Company and the Underwriters.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNIVERSAL DISPLAY CORPORATION

By: /s/ Sidney D. Rosenblatt

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Sidney D. Rosenblatt  
Executive Vice President, Chief Financial  
Officer, Treasurer and Secretary

Dated: March 18, 2004

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EXHIBIT INDEX

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