

UNIVEST CORP OF PENNSYLVANIA  
 Form 4  
 February 07, 2014

**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 \*  
 Jackson Philip C.

2. Issuer Name and Ticker or Trading Symbol  
 UNIVEST CORP OF PENNSYLVANIA [UVSP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 4140 LALIQUE LN  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/06/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 President, Corporate Banking

CENTER VALLEY, PA 18034  
 (City) (State) (Zip)

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

**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 (D) Price		
Common (Restricted Shares Subject to Vesting)	02/06/2014		A		\$ 1,802 A 18.15	28,125.0454 (1) (2)	D
Common	02/06/2014	02/11/2014	P		\$ 1,802 A 18.15	29,927.0454 (1) (2)	D
Common						29,927.0454 (1) (2)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with columns: 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. 5), 10. Reporting Person's Title and Position (Instr. 5), 11. Reporting Person's Ownership Percentage (Instr. 5), 12. Reporting Person's Relationship to the Issuer (Instr. 5), 13. Reporting Person's Date of Acquisition (Instr. 5), 14. Reporting Person's Date of Disposition (Instr. 5), 15. Reporting Person's Date of Exercise (Instr. 5), 16. Reporting Person's Date of Expiration (Instr. 5), 17. Reporting Person's Date of Conversion (Instr. 5), 18. Reporting Person's Date of Maturity (Instr. 5), 19. Reporting Person's Date of Redemption (Instr. 5), 20. Reporting Person's Date of Cancellation (Instr. 5), 21. Reporting Person's Date of Termination (Instr. 5), 22. Reporting Person's Date of Rescission (Instr. 5), 23. Reporting Person's Date of Release (Instr. 5), 24. Reporting Person's Date of Discharge (Instr. 5), 25. Reporting Person's Date of Satisfaction (Instr. 5), 26. Reporting Person's Date of Release from Liability (Instr. 5), 27. Reporting Person's Date of Release from Debt (Instr. 5), 28. Reporting Person's Date of Release from Obligation (Instr. 5), 29. Reporting Person's Date of Release from Contract (Instr. 5), 30. Reporting Person's Date of Release from Agreement (Instr. 5), 31. Reporting Person's Date of Release from Understanding (Instr. 5), 32. Reporting Person's Date of Release from Promise (Instr. 5), 33. Reporting Person's Date of Release from Accord (Instr. 5), 34. Reporting Person's Date of Release from Arrangement (Instr. 5), 35. Reporting Person's Date of Release from Scheme (Instr. 5), 36. Reporting Person's Date of Release from Design (Instr. 5), 37. Reporting Person's Date of Release from Part (Instr. 5), 38. Reporting Person's Date of Release from Whole (Instr. 5), 39. Reporting Person's Date of Release from Part and Whole (Instr. 5), 40. Reporting Person's Date of Release from Part of Whole (Instr. 5), 41. Reporting Person's Date of Release from Whole of Part (Instr. 5), 42. Reporting Person's Date of Release from Part of Part (Instr. 5), 43. Reporting Person's Date of Release from Whole of Whole (Instr. 5), 44. Reporting Person's Date of Release from Part of Whole and Part of Part (Instr. 5), 45. Reporting Person's Date of Release from Whole of Whole and Part of Part (Instr. 5), 46. Reporting Person's Date of Release from Part of Part and Part of Whole (Instr. 5), 47. 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Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other), Title, Amount or Number of Shares.

Signatures

Michael S. Keim, 02/07/2014, 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) DOES INCLUDE 2,322.0454 SHARES ACQUIRED ON OR AFTER AUGUST 15, 1996 THROUGH THE DIVIDEND REINVESTMENT PLAN.
(2) DOES INCLUDE 15,581 SHARES OF RESTRICTED STOCK.
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.