

ANDERS MARVIN A

Form 5

February 04, 2005

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).

Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362
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response... 1.0

1. Name and Address of Reporting Person *
ANDERS MARVIN A

(Last) (First) (Middle)

287 HIGHLAND AVENUE

(Street)

SOUDERTON, PA 18964

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

UNIVEST CORP OF
PENNSYLVANIA [UVSP]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2004

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)
Chairman

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
COMMON	12/27/2004	12/27/2001	G	460	A	\$ 45.51	36,053.1561 <u>(1)</u>	D	Â
COMMON	Â	Â	Â	Â	Â	Â	36,053.1561 <u>(1)</u>	D	Â
COMMON	Â	Â	Â	Â	Â	Â	24,198	I	Spouse
COMMON	Â	Â	Â	Â	Â	Â	126,000	I	Trustee - Deferred Salary Saving

Plan

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.

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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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
STOCK OPTIONS	\$ 19.4286	Â	Â	Â	Â Â	12/31/2001 12/31/2005	COMMON 7,463
STOCK OPTIONS	\$ 17.8	Â	Â	Â	Â Â	12/31/2002 12/31/2006	COMMON 9,375
STOCK OPTIONS	\$ 28.28	Â	Â	Â	Â Â	12/31/2003 12/31/2007	COMMON 9,375
STOCK OPTIONS	\$ 32.424	Â	Â	Â	Â Â	12/31/2004 12/31/2008	COMMON 11,250
STOCK OPTIONS	\$ 42.4	Â	Â	Â	Â Â	12/31/2005 12/31/2013	COMMON 8,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERS MARVIN A 287 HIGHLAND AVENUE SOUDERTON, PA 18964	Â X	Â	Â Chairman	Â

Signatures

Wallace H. Bieler 02/04/2005

**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 4,891.1561 SHARES ACQUIRED ON OR AFTER AUGUST 15, 1996 THROUGH THE DIVIDEND REINVESTMENT PLAN AND EMPLOYEE STOCK PURCHASE PLAN.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.