

AICHELE WILLIAM S  
 Form 4  
 February 02, 2010

**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 \*  
 AICHELE WILLIAM S

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)  
 1401 RICKERT ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/21/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Director, Chairman, Pres & CEO

PERKASIE, PA 18944  
 (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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount or Price                                                                               |                                                          |                                                       |
| COMMON                          | 12/21/2009                           | 12/24/2009                                         | G                              |                                                                   | \$ 2,000<br>17.49                                                                             | D                                                        |                                                       |
| COMMON                          | 01/31/2010                           |                                                    | A                              |                                                                   | 16,139<br>(5)                                                                                 | A                                                        |                                                       |
| COMMON                          | 01/31/2010                           | 02/03/2010                                         | F                              |                                                                   | \$ 151<br>17.58                                                                               | D                                                        |                                                       |
| COMMON                          |                                      |                                                    |                                |                                                                   | 111,831.2829<br>(1) (2)                                                                       | D                                                        |                                                       |
| COMMON                          |                                      |                                                    |                                |                                                                   | 111,322.8508<br>(3) (4)                                                                       | D                                                        |                                                       |
| COMMON                          |                                      |                                                    |                                |                                                                   | 111,171.8508<br>(3) (4)                                                                       | D                                                        |                                                       |
| COMMON                          |                                      |                                                    |                                |                                                                   | 111,171.8508<br>(3) (4)                                                                       | D                                                        |                                                       |
| COMMON                          |                                      |                                                    |                                |                                                                   | 9,608.71                                                                                      | I                                                        | Trustee - Deferred Salary                             |

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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**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. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                                |       |
|--------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                              | Director      | 10% Owner | Officer                        | Other |
| AICHELE WILLIAM S<br>1401 RICKERT ROAD<br>PERKASIE, PA 18944 | X             |           | Director, Chairman, Pres & CEO |       |

## Signatures

Jeffrey M. Schweitzer                      02/02/2010  
 \*\*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 1,861.2829 SHARES ACQUIRED ON OR AFTER AUGUST 15, 1996 THROUGH THE DIVIDEND REINVESTMENT PLAN AND EMPLOYEE STOCK PURCHASE PLAN.
  - (2) DOES INCLUDE 7,003 SHARES OF RESTRICTED STOCK.
  - (3)

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DOES INCLUDE 3,103.8508 SHARES ACQUIRED ON OR AFTER AUGUST 15, 1996 THROUGH THE DIVIDEND REINVESTMENT PLAN AND EMPLOYEE STOCK PURCHASE PLAN.

- (4) DOES INCLUDE 28,811 SHARES OF RESTRICTED STOCK.
- (5) RESTRICTED STOCK AWARD; VESTED IN THREE (3) YEARS.
- (6) VESTED SHARES USED TO PAY TAXES

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.