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DAVIS MARC B Form 5 January 29, 2003

## FORM 5

longer subject to Section 16.

obligations may continue.

\_ Check this box if no

Form 4 or Form 5

See Instruction 1(b).

Form 3 Holdings

\_ Form 4 Transactions

Reported

Reported

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

## OMB APPROVAL

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## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person\* 2. Issuer Name and Ticker or Trading Symbol 6. Relationship of Reporting Person(s) UVSP - UNIVEST CORPORATION OF PA to Issuer (Check all applicable) Director \_ 10% DAVIS MARC B. Owner (Last) (First) (Middle) 3. I.R.S. Identification Number 4. Statement for Officer (give title below) X Other of Reporting Person, Month/Year specify below) if an entity (voluntary) DECEMBER 2002 2041 SPRING VALLEY RD. ATTORNEY 185-36-9355 5. If Amendment, 7. Individual or Joint/Group Filing (Street) Date of Original (Check Applicable Line) (Month/Year) X Form filed by One Reporting Person LANSDALE, PA 19446 Form filed by More than One Reporting Person Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (City) (State) (Zip) Table I 1. Title of 2. Trans-2A. Deemed 3. Trans-4. Securities Acquired 5. Amount of Owner-7. Nature of Indirect action Execution action Code (A) or Disposed of (D) Securities ship Form: Beneficial Ownership Security (Instr. 3) Date Date, (Instr. 8) (Instr. 3, 4 & 5) Beneficially Direct (D) (Instr. 4) (Month/ Day/ if any Owned at End of or Indirect (I) Amount (A) Price Year) Month/Day/ ssuer's (Instr. 4) or Year) Fiscal year (D) Instr. 3 & 4) COMMON **5,600**<sup>(1)</sup> D COMMON 65 I Custodial for Melissa Davis

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

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## FORM 5 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

(-8,1)													
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number	10.	11. Nature		
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	of	Owner-	of Indirect		
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Derivative	ship	Beneficial		
	Price of	Date	Date,	Code	Derivati	(NeIonth/Day/	Securities	(Instr. 5)	Securities	Form	Ownership		
(Instr. 3)	Derivative		if any		Securition	<b>X</b> ear)	(Instr. 3 & 4)		Beneficially	of Deriv-	(Instr. 4)		
	Security	(Month/	(Month/	(Instr.	Acquire	d			Owned	ative			
		Day/	Day/	8)	(A) or				at End of	Security:			

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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7	Year)	Year)	of (I	isposed F(D) nstr. 4 &				(Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
			(A)		Exer-cisable		Amount or Number of Shares			

**Explanation of Responses:** 

 $\underline{(1)}$  DOES NOT INCLUDE 1,214.4197 SHARES ACQUIRED ON OR AFTER AUGUST 15, 1996, THROUGH THE DIVIDEND REINVESTMENT PLAN.

By: /s/ WALLACE H. BIELER

**JANUARY 29, 2003** 

Date

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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<sup>\*\*</sup>Signature of Reporting Person

<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).