

UNIVERSAL ELECTRONICS INC
 Form 4
 February 24, 2016

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 *
FIREHAMMER RICHARD A JR

 (Last) (First) (Middle)
 201 EAST SANDPOINTE, 8TH FLOOR

 (Street)
 SANTA ANA, CA 92707

 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 UNIVERSAL ELECTRONICS INC [UEIC]

3. Date of Earliest Transaction (Month/Day/Year)
 02/23/2016

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)
 Senior Vice President

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 | (A) or (D) | Price |
| Common Stock | 02/23/2016 | | M | | 2,850 | A | \$ 20.085 <u>(1)</u> |
| Common Stock | 02/23/2016 | | S | | 2,850 | D | \$ 53.1225 <u>(2)</u> |
| Common Stock | 02/23/2016 | | M | | 9,100 | A | \$ 19.245 <u>(1)</u> |
| Common Stock | 02/23/2016 | | S | | 9,100 | D | \$ 53.1225 <u>(2)</u> |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------------------|--------|---|
| Common Stock | 02/23/2016 | M | 8,063 | A | \$ 35.275 (1) | 12,160 | D |
| Common Stock | 02/23/2016 | S | 8,063 | D | \$ 53.1225 (2) | 4,097 | D |
| Common Stock | 02/23/2016 | S | 1,400 | D | \$ 53.1225 (2) | 2,697 | D |

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

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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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Rt to Buy) | \$ 20.085 (1) | 02/23/2016 | | M | 2,850 | 05/08/2012 02/08/2022 | Common Stock | 2,850 | |
| Employee Stock Option (Rt to Buy) | \$ 19.245 (1) | 02/23/2016 | | M | 9,100 | 05/13/2013 02/13/2023 | Common Stock | 9,100 | |
| Employee Stock Option (Rt to Buy) | \$ 35.275 (1) | 02/23/2016 | | M | 8,063 | 02/12/2015 02/12/2021 | Common Stock | 8,063 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

FIREHAMMER RICHARD A JR
201 EAST SANDPOINTE
8TH FLOOR
SANTA ANA, CA 92707

Senior Vice President

Signatures

/s/Richard A.

02/24/2016

Firehammer, Jr.

__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) Exercise Price determined in accordance with the terms of the Company's applicable Stock Incentive Plan.

(2) This is a weighted average of the price traded.

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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