

UNIVERSAL ELECTRONICS INC

Form 4

February 09, 2017

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 *
 Hackworth Bryan M

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

 5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

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

 3. Date of Earliest Transaction
 (Month/Day/Year)
 02/08/2017

 _____ Director _____ 10% Owner
☒ Officer (give title below) _____ Other (specify below)
 SVP and CFO

 (Street)
 SANTA ANA, CA 92707-6708

 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

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount	(D)	Price

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

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 SEC 1474
 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units ⁽¹⁾	\$ 0	02/08/2017	A		4,785		<u>(1)</u>	<u>(1)</u>	Common Stock	4,785
Employee Stock Option (Rt to Buy) ⁽²⁾	\$ 62.7 ⁽³⁾	02/08/2017	A		15,300		02/08/2018	02/08/2024	Common Stock	15,300

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hackworth Bryan M 201 EAST SANDPOINTE 8TH FLOOR SANTA ANA, CA 92707-6708			SVP and CFO	

Signatures

/s/Bryan M. Hackworth, by Richard A. Firehammer, Jr., pursuant to Limited Power of Attorney dated August 5, 2006 (attached) 02/09/2017

____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).
- Restricted Stock Grant was approved by the Compensation Committee of the Board of Directors on January 19, 2017 and ratified and
- (1) approved by the Board of Directors on February 8, 2017, and granted on February 8, 2017 and will vest over a 3 year vesting schedule of 33.33% on February 8, 2018, and 8.33% quarterly thereafter.
- Employee Stock Option Grant was approved by the Compensation Committee of the Board of Directors on January 19, 2017 and ratified
- (2) and approved by the Board of Directors on February 8, 2017, and granted on February 8, 2017 and will vest over a 3 year vesting schedule of 33.33% on February 8, 2018, and 8.33% quarterly thereafter. These Stock Options have a 7 year life.
- (3) Exercise Price determined in accordance with the terms of the Company's applicable Stock Incentive Plan.

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.