SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
HO SUI MAN

(Last) (First) (Middle)
15147 N SCOTTSDALE RD STE H300

(Street)
SCOTTSDALE AZ 85254

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/31/2026

4. If Amendment, Date of 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)
Chief Financial Officer

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	08/31/2026		A		30,000(1)	A	$0	50,846(2)	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Stock Units	(3)	08/31/2026		A		100,000		(4)	(4)	Common Stock	100,000	$0	100,000	D	
Performance Stock Units	(3)	08/31/2026		A		100,000		(4)	(4)	Common Stock	100,000	$0	100,000	D	
Employee Stock Option (Rt to Buy)	$4.56(5)	08/31/2026		A		30,000		(5)	08/31/2036	Common Stock	30,000	$0	30,000	D	

Explanation of Responses:

1. Grant of restricted stock units ("RSUs") granted on August 31, 2026, each of which represents a contingent right to receive one share of UEI common stock, with 1/3 of the RSUs vesting on each of the first three anniversaries of the grant date, subject to the Reporting Person's continued service with the Issuer through the applicable vesting date.
2. Includes prior awards of RSUs previously reported in Table II of Form 3. The total reported in column 5 includes the 30,000 newly awarded RSUs, 6,133 RSUs previously reported in Table II, and 14,713 shares of common stock.
3. Each performance stock unit represents a contingent right to receive one share of UEI common stock.
4. The performance stock unit award was approved by the Compensation Committee of the Board of Directors on August 31, 2026 with a grant date of August 31, 2026. The performance stock unit award will vest in three tranches with one stock market condition and three service conditions. Each tranche will vest only when both the stock price market and service conditions have been achieved. The stock price market condition must be met on or by the fifth anniversary of the grant date (August 31, 2031). Any unvested tranche will expire at close of business on August 31, 2031.
5. The nonstatutory stock option award was approved by the Compensation Committee of the Board of Directors on August 31, 2026 with a grant date of August 31, 2026. The stock option award will vest over a 3-year vesting schedule with 33.33% on August 31, 2027, 33.33% on August 31, 2028 and the remainder vesting on August 31, 2029.

Remarks:

/s/ Sui Man Ho, by Ryan Hochgesang, pursuant to Limited Power of Attorney dated August 12, 2026 — 09/02/2026

** Signature of Reporting Person — Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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 Number.