
**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTIONS 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (date of earliest event reported): May 6, 2010

UNIVERSAL ELECTRONICS INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

0-21044
(Commission File No.)

33-0204817
(I.R.S. Employer
Identification No.)

6101 Gateway Drive
Cypress, California 90630
(Address of principal executive offices, with Zip Code)

(714) 820-1000
(Registrant's telephone number, including area code):

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition

On May 6, 2010, Universal Electronics Inc. (“UEI”) is issuing a press release and holding a conference call regarding its financial results for the first quarter 2010. A copy of the press release is included as Exhibit 99.1 to this report.

Pursuant to General Instruction B2 of Form 8-K, the information contained in Exhibit 99.1 will be deemed furnished, and not “filed,” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, as amended, except as expressly set forth by specific reference in any such filing.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits. The following exhibit is furnished with this report.

99.1 Press Release of Universal Electronics Inc. dated May 6, 2010.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Universal Electronics Inc.

Date: May 6, 2010

By: /s/ Bryan Hackworth
Bryan Hackworth
Chief Financial Officer
(Principal Financial Officer)

INDEX TO EXHIBITS

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release dated May 6, 2010



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**UNIVERSAL ELECTRONICS REPORTS FIRST QUARTER 2010
FINANCIAL RESULTS**

CYPRESS, CA — May 6, 2010 — Universal Electronics Inc. (UEI), (NASDAQ: UEIC) reported financial results for the first quarter ended March 31, 2010.

“After a strong financial and business performance in 2009, we established a strong start to 2010 with revenue of \$71.4 million and earnings per share of \$0.13,” stated Paul Arling, UEI’s Chairman and CEO. “UEI has over 20 years experience developing the technologies that address the constant evolution of home entertainment products and services. We strive to present our customers and consumers with control solutions that make navigating this increasingly complex environment infinitely simpler.”

“One example of this is our recently introduced ONE FOR ALL SMARTCONTROL™, which began shipping in Europe and other international markets earlier this year. The North American version will be available through our retail partner, Audiovox Accessories Corporation, later this year. SMARTCONTROL is the ideal universal control solution for today’s home theater living rooms as it includes three pre-defined ‘activity’ keys that enable an intuitive, ‘modeless’ home theater system control experience. Another key feature of SMARTCONTROL is the UEI SIMPLESET™, a simple three-step universal device setup that does not require a manual or a computer and can literally be set-up in less than a minute.”

Financial Results for the Quarter Ended March 31: 2010 Compared to 2009

- Net sales were \$71.4 million, compared to \$71.1 million.
 - § Business Category revenue was \$60.2 million, compared to \$60.9 million. The Business Category contributed 84% of total net sales, compared to 86%.
 - § Consumer Category revenue was \$11.2 million, compared to \$10.2 million. The Consumer Category contributed 16% of total net sales, compared to 14%.
- Gross margins were 30.9%, compared to 30.1%.
- Total operating expenses were \$19.4 million, compared to \$19.9 million.
- Operating income was \$2.7 million, compared to \$1.5 million.
- Interest income was \$83,000, compared to \$139,000.
- Net income was \$1.8 million, or \$0.13 per diluted share, compared to \$796,000, or \$0.06 per diluted share.
- At March 31, 2010, cash and cash equivalents was \$79.4 million.

Bryan Hackworth, UEI’s CFO, commented “Overall, we had a solid first quarter with net sales and earnings per diluted share coming within our expectations. We also continue to generate strong cash flow from operations as we generated \$4.9 million in the first quarter.”

Financial Outlook

For the second quarter of 2010, net sales are expected to range between \$76.5 million and \$79.5 million, compared to \$78.3 million in the second quarter of 2009. The company anticipates gross margins for the second quarter of 2010 to be approximately 32.5% of sales, plus or minus one point, compared to 32.6% of sales in the second quarter of 2009. For the second quarter of 2010, operating expenses are expected to range from \$19.3 million to \$19.9 million, compared to second quarter 2009 operating expenses of \$19.8 million. Earnings per diluted share for the second quarter of 2010 are expected to range from \$0.25 to \$0.29, compared to earnings per diluted share of \$0.27 in the second quarter of 2009.

For the full 2010 year, the company continues to expect net sales to range between \$325.0 million and \$340.0 million, compared to \$317.6 million in 2009. Earnings per diluted share for 2010 are expected to range from \$1.20 to \$1.35, compared to earnings per diluted share of \$1.05 in 2009.

Conference Call Information

UEI's management team will hold a conference call today, Thursday, May 6, 2010 at 4:30 p.m. ET / 1:30 p.m. PT, to discuss its first quarter 2010 earnings results, review the quarterly activity and answer questions. To access the call in the U.S. please dial 877-655-6895 and for international calls dial 706-758-0299 approximately 10 minutes prior to the start of the conference. The conference ID is 70364425. The conference call will also be broadcast live over the Internet and available for replay for one year at www.uei.com. In addition, a replay of the call will be available via telephone for two business days, beginning two hours after the call. To listen to the replay, in the U.S., please dial 800-642-1687 and internationally, 706-645-9291. Enter access code 70364425.

About Universal Electronics Inc.

Founded in 1986, Universal Electronics Inc. (UEI) is the global leader in wireless control technology for the connected home. UEI designs, develops, and delivers innovative solutions that enable consumers to control entertainment devices, digital media, and home systems. The company's broad portfolio of patented technologies and database of infrared control software have been adopted by many Fortune 500 companies in the consumer electronics, subscription broadcast, and computing industries. UEI sells and licenses wireless control products through distributors and retailers under the One For All® brand name. UEI also delivers complete home control solutions in the professional custom installation market under the brand name Nevo®. For additional information, please visit our website at www.uei.com.

Safe Harbor Statement

This press release contains forward-looking statements that are made pursuant to the Safe-Harbor provisions of the Private Securities Litigation Reform Act of 1995. Words and expressions reflecting something other than historical fact are intended to identify forward-looking statements. These forward-looking statements involve a number of risks and uncertainties, including the timing and success of the Company's recently introduced ONE FOR ALL SMARTCONTROL™ and UEI SIMPLESET™ technologies; the ability of the Company to continue developing innovative control solutions accepted by our customers and consumers; the

Company's ability to maintain its worldwide market share; the continued softness in our worldwide markets due to the current economic environment; general economic conditions; and other factors described in the Company's filings with the U.S. Securities and Exchange Commission. The actual results that the Company achieves may differ materially from any forward looking statement due to such risks and uncertainties. The Company undertakes no obligations to revise or update any forward-looking statements in order to reflect events or circumstances that may arise after the date of this release.

- Tables Follow -

UNIVERSAL ELECTRONICS INC.
CONSOLIDATED BALANCE SHEETS
(In thousands, except share-related data)
(Unaudited)

	<u>March 31,</u> <u>2010</u>	<u>December 31,</u> <u>2009</u>
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 79,432	\$ 29,016
Term deposit	—	49,246
Accounts receivable, net	55,923	64,392
Inventories, net	41,875	40,947
Prepaid expenses and other current assets	2,341	2,423
Deferred income taxes	2,991	3,016
Total current assets	<u>182,562</u>	<u>189,040</u>
Equipment, furniture and fixtures, net	9,825	9,990
Goodwill	13,596	13,724
Intangible assets, net	11,563	11,572
Other assets	1,162	1,144
Deferred income taxes	7,637	7,837
Total assets	<u>\$ 226,345</u>	<u>\$ 233,307</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 35,366	\$ 39,514
Accrued sales discounts, rebates and royalties	5,041	6,028
Accrued income taxes	3,702	3,254
Accrued compensation	4,222	4,619
Other accrued expenses	6,733	8,539
Total current liabilities	<u>55,064</u>	<u>61,954</u>
Long-term liabilities:		
Deferred income taxes	149	153
Income tax payable	1,348	1,348
Other long-term liabilities	82	122
Total liabilities	<u>56,643</u>	<u>63,577</u>
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, \$0.01 par value, 5,000,000 shares authorized; none issued or outstanding	—	—
Common stock, \$0.01 par value, 50,000,000 shares authorized; 19,190,797 and 19,140,232 shares issued at March 31, 2010 and December 31, 2009, respectively	192	191
Paid-in capital	130,390	128,913
Accumulated other comprehensive (loss) income	(657)	1,463
Retained earnings	<u>120,825</u>	<u>118,989</u>
	250,750	249,556
Less cost of common stock in treasury, 5,501,129 and 5,449,962 shares at March 31, 2010 and December 31, 2009, respectively	<u>(81,048)</u>	<u>(79,826)</u>
Total stockholders' equity	<u>169,702</u>	<u>169,730</u>
Total liabilities and stockholders' equity	<u>\$ 226,345</u>	<u>\$ 233,307</u>

UNIVERSAL ELECTRONICS INC.
CONSOLIDATED INCOME STATEMENTS
(In thousands, except per share amounts)
(Unaudited)

	Three Months Ended	
	March 31,	
	2010	2009
Net sales	\$ 71,376	\$ 71,126
Cost of sales	49,312	49,689
Gross profit	22,064	21,437
Research and development expenses	2,769	2,110
Selling, general and administrative expenses	16,608	17,791
Operating income	2,687	1,536
Interest income, net	83	139
Other income (expense), net	43	(368)
Income before provision for income taxes	2,813	1,307
Provision for income taxes	(977)	(511)
Net income	<u>\$ 1,836</u>	<u>\$ 796</u>
Earnings per share:		
Basic	<u>\$ 0.13</u>	<u>\$ 0.06</u>
Diluted	<u>\$ 0.13</u>	<u>\$ 0.06</u>
Shares used in computing earnings per share:		
Basic	<u>13,700</u>	<u>13,658</u>
Diluted	<u>14,093</u>	<u>13,831</u>

UNIVERSAL ELECTRONICS INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)
(Unaudited)

	Three Months Ended March 31,	
	2010	2009
Cash provided by operating activities:		
Net income	\$ 1,836	\$ 796
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	1,579	1,596
Provision for doubtful accounts	81	83
Provision for inventory write-downs	791	941
Deferred income taxes	184	(1)
Tax benefit from exercise of stock options	84	38
Excess tax benefit from stock-based compensation	(70)	(15)
Shares issued for employee benefit plan	160	120
Stock-based compensation	1,185	952
Changes in operating assets and liabilities:		
Accounts receivable	7,029	3,824
Inventories	(2,415)	68
Prepaid expenses and other assets	7	1,517
Accounts payable and accrued expenses	(6,209)	(7,887)
Accrued income taxes	691	1,363
Net cash provided by operating activities	<u>4,933</u>	<u>3,395</u>
Cash provided by (used for) investing activities:		
Term deposit	49,246	(48,930)
Acquisition of equipment, furniture and fixtures	(1,221)	(674)
Acquisition of intangible assets	(439)	(224)
Acquisition of assets from Zilog, Inc.	—	(9,502)
Net cash provided by (used for) investing activities	<u>47,586</u>	<u>(59,330)</u>
Cash used for financing activities:		
Proceeds from stock options exercised	153	223
Treasury stock purchased	(1,327)	(1,626)
Excess tax benefit from stock-based compensation	70	15
Net cash used for financing activities	<u>(1,104)</u>	<u>(1,388)</u>
Effect of exchange rate changes on cash	<u>(999)</u>	<u>(558)</u>
Net increase (decrease) in cash and cash equivalents	50,416	(57,881)
Cash and cash equivalents at beginning of period	<u>29,016</u>	<u>75,238</u>
Cash and cash equivalents at end of period	<u>\$ 79,432</u>	<u>\$ 17,357</u>

Supplemental Cash Flow Information — We had net income tax payments of \$0.2 million and net income tax refunds of \$0.7 million during the three months ended March 31, 2010 and 2009, respectively.