| SEC Form 4 |  |
|------------|--|
|------------|--|

 $\square$ 

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

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
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

| 1. Name and Address of Reporting Person <sup>*</sup><br>Chong David Cheung Hyen |                    |                | 2. Issuer Name and Ticker or Trading Symbol UNIVERSAL ELECTRONICS INC UEIC ] |                       | ationship of Reporting Pe<br>( all applicable)<br>Director<br>Officer (give title<br>below) | rrson(s) to Issuer<br>10% Owner<br>Other (specify<br>below) |
|---|--------------------|----------------|--|-----------------------|---|---|
| (Last)<br>201 EAST SAN<br>8TH FLOOR   | (First)<br>DPOINTE | (Middle)       | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/12/2017               |                       | Executive Vice Pro  | ,   |
| (Street)<br>SANTA ANA<br>(City)   | CA<br>(State)      | 92707<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                     | 6. Indi<br>Line)<br>X | vidual or Joint/Group Fili<br>Form filed by One Re<br>Form filed by More th<br>Person       | porting Person  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |  |        |               |        | Securities<br>Beneficially         | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------------------------------|--|--------|---------------|--------|------------------------------------|---|---|
|                                 |  |   | Code V                       |  | Amount | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4) |   | (11511 4)   |
| Common Stock                    | 05/12/2017                                 |   | М                            |  | 350(1) | Α             | \$0.00 | 25,679                             | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   |     | vative<br>nities<br>nired<br>r<br>osed<br>)<br>r. 3, 4 | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | ate                | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|--|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)  | Date<br>Exercisable                            | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units                        | (2)   | 05/12/2017                                 |   | М                            |   |     | 350  | (3)  | (3)                | Common<br>Stock  | 350                                    | \$0.00  | 7,587  | D  |  |

### Explanation of Responses:

1. Stock issued pursuant to Restricted Stock Grant approved by the Compensation Committee of the Board of Directors on January 16, 2015 and ratified by the Board of Directors on February 11-12, 2015. 2. Each restricted stock unit represents a contingent right to receive one share of UEI common stock.

3. The restricted stock units vest in accordance with the vesting schedule of each RSU Grant.

#### **Remarks:**

/s/David Cheung Hyen Chong by Valerie J. Ballard, pursuant to Limited Power of Attorney dated May 16, 2013 (attached) \*\* Signature of Reporting Person

05/15/2017

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.

Know all by these presents, that the undersigned's hereby makes, constitutes and appoints Richard A. Firehammer, Jr. and Valerie J. Ballard as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

(1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Universal Electronics Inc., a Delaware corporation (the "Company"), with the United States Securities and Exchange Commission, any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");

(2) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and

(3) perform any and all other acts which in the discretion of such attorney-in-fact are necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

(1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in their discretion on information provided to such attorney-in-fact without independent verification of such information;

(2) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;

(3) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

(4) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 16th day of May, 2013.

\_\_\_\_\_/s/\_\_\_\_\_ Signature

\_\_\_\_David Cheung Hyen Chong\_\_\_\_\_ Print Name On this 16th day of May, 2013, David Cheung Hyen CHONG personally appeared before me, and acknowledged that s/he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

/s/ Angelina Luk Notary Public, Hong Kong

My Commission Expires: 31st December 2013