

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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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| 1. Name and Address of Reporting Person*<br><u>FIREHAMMER RICHARD A JR</u><br><br>(Last) (First) (Middle)<br><u>201 EAST SANDPOINTE</u><br><u>8TH FLOOR</u><br><br>(Street)<br><u>SANTA ANA CA 92707</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>UNIVERSAL ELECTRONICS INC [ UEIC ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Senior Vice President</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>02/12/2016</u>                    |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |  |

**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                    | 02/12/2016                           |  | M                              |   | 390 <sup>(1)</sup>  | A          | \$0.00                  | 3,779   | D  |   |
| Common Stock                    | 02/12/2016                           |  | F                              |   | 140 <sup>(2)</sup>  | D          | \$47.565 <sup>(3)</sup> | 3,639   | D  |   |
| Common Stock                    | 02/13/2016                           |  | M                              |   | 716 <sup>(4)</sup>  | A          | \$0.00                  | 4,355   | D  |   |
| Common Stock                    | 02/13/2016                           |  | F                              |   | 258 <sup>(2)</sup>  | D          | \$47.565 <sup>(3)</sup> | 4,097   | 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 |
| Restricted Stock Unit                      | (5)  | 02/12/2016                           |  | M                              |   |  | 390 | (6)  | (6)             | Common Stock  | 390  | \$0.00   | 7,426   | D  |       |
| Restricted Stock Unit                      | (5)  | 02/13/2016                           |  | M                              |   |  | 716 | (6)  | (6)             | Common Stock  | 716  | \$0.00   | 6,710   | D  |       |

**Explanation of Responses:**

- Stock issued pursuant to Restricted Stock Grant approved by the Compensation Committee of the Board of Directors on December 4, 2013 and ratified by the Board of Directors on February 12-13, 2014.
- This transaction represents a withholding of shares to cover taxes applicable to a vesting of RSUs also reported on this Form 4.
- Price determined in accordance with the terms of the Company's applicable Stock Incentive Plan.
- Stock issued pursuant to Restricted Stock Grant approved by the Compensation Committee of the Board of Directors on February 4, 2013 and ratified by the Board of Directors on February 13-14, 2013.
- Each restricted stock unit represents a contingent right to receive one share of UEI common stock.
- The restricted stock units vest in accordance with the vesting schedule of each RSU Grant.

**Remarks:**

/s/Richard A. Firehammer, Jr. 02/16/2016

\*\* 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.