SEC Form 4

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).
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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					

1	nours per response:	0.5
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	5. Relationship of Reporting Person(s) to Issuer	

1. Name and Addr TORO 18 H	1 0		2. Issuer Name and Ticker or Trading Symbol UNIVERSAL ELECTRONICS INC UEIC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify					
(Last) 2999 N.E. 1913	(First) ST STREET, S	(Middle) SUITE 610	3. Date of Earliest Transaction (Month/Day/Year) 11/24/2023	below) below)					
,(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person					
AVENTURA	FL	33180		X Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						
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)		ansaction Disposed Of (D) (Instr. 3, 4 and 5) ode (Instr.		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock ⁽¹⁾	11/24/2023		Р		9,488	A	\$ 7.4432 ⁽²⁾	1,422,197	D ⁽³⁾	
Common Stock ⁽¹⁾	11/27/2023		Р		42,277	A	\$ 7.5215 ⁽⁴⁾	1,464,474	D ⁽³⁾	
Common Stock ⁽¹⁾	11/28/2023		Р		44,433	A	\$ 7.4732 ⁽⁵⁾	1,508,907	D ⁽³⁾	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

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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. Transa Code (8)		of Deriv	r osed) r. 3, 4	Expiration Date		Expiration Date (Month/Day/Year) Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Expiration Date (Month/Day/Year) Amount of Securities Underlying Derivative Security (Instr.		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						

1. Name and Address of Reporting Person^*

TORO 18 HOLDINGS LLC

(Last)	(First)	(Middle)	
2999 N.E. 1918'	T STREET, SUIT	Е 610	
(Street) AVENTURA	FL	33180	
(City)	(State)	(Zip)	
1. Name and Addres	ss of Reporting Pers <u>N CORP</u>	on*	
(Last) 2999 N.E. 1918	(First) T STREET, SUIT	(Middle) `E 610	
(Street) AVENTURA	FL	33180	
(City)	(State)	(Zip)	
1. Name and Addres <u>MARTIN WI</u>	ss of Reporting Pers	on [*]	
(Last)	(First)	(Middle)	

C/O IMMERSION CORPORATION 2999 N.E. 191ST STREET, SUITE 610							
(Street) AVENTURA	FL	33180					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person [*] Singer Eric							
(Last) C/O IMMERSION 2999 N.E. 191ST S	(First) CORPORATION STREET, SUITE 61((Middle)					
(Street) AVENTURA	FL	33180					
(City)	(State)	(Zip)					

Explanation of Responses:

1. This Form 4 is filed jointly by Toro 18 Holdings LLC ("Toro 18"), Immersion Corporation ("Immersion"), William C. Martin and Eric Singer (collectively, the "Reporting Persons"). Each of the Reporting Persons is a member of a group for purposes of Section 13(d) of the Securities Exchange Act of 1934 that collectively beneficially owns over 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein.

2. The price reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.3250 to \$7.4900. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

3. Securities owned directly by Toro 18. Immersion, as the sole member of Toro 18, may be deemed to beneficially own the securities owned directly by Toro 18. Mr. Martin, as the Chief Strategy Officer of Toro 18, may be deemed to beneficially own the securities owned directly by Toro 18. Mr. Singer, as the President and Chief Executive Officer of Toro 18, may be deemed to beneficially own the securities owned directly by Toro 18.

4. The price reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.3750 to \$7.5400. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commision, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

5. The price reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.4150 to \$7.5000. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commision, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

Toro 18 Holdings LLC, By: /s	<u>/</u>
Eric Singer, President and	<u>11/28/2023</u>
<u>CEO</u>	
Immersion Corporation, By:	
/s/ Eric Singer, President,	11/28/2023
CEO and Chairman	
/s/ William C. Martin	<u>11/28/2023</u>
/s/ Eric Singer	11/28/2023
** 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.