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

| 1. Name and Address of Reporting Person*

 FIREHAMMER RICHARD A JR

 (Last)　　(First)　　(Middle)

 201 EAST SANDPOINTE
 8TH FLOOR

 (Street)

 SANTA ANA　CA　92707

 (City)　　(State)　　(Zip) | 2. Issuer Name **and** Ticker or Trading Symbol

 UNIVERSAL ELECTRONICS INC [UEIC]

 3. Date of Earliest Transaction (Month/Day/Year)
 02/16/2018

 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

 ___ Director　　　___ 10% Owner
 X Officer (give title below)　___ Other (specify below)

 Senior Vice President

 6. Individual or Joint/Group Filing (Check Applicable Line)
 X 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	02/16/2018		M		860[1]	A	$0.00	3,246	D	
Common Stock	02/16/2018		F		429[2]	D	$44.74[3]	2,817	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				
Restricted Stock Units	[4]	02/16/2018		M			860	[5]	[5]	Common Stock	860	$0.00	2,770	D	

Explanation of Responses:

1. Stock issued pursuant to a Restricted Stock Grant approved by the Compensation Committee of the Board of Directors on January 19, 2017, and ratified by the Board of Directors on February 16, 2017

2. This transaction represents a withholding of shares to cover taxes applicable to a vesting of RSUs also reported on this Form 4.

3. Price determined in accordance with the terms of the Company's applicable Stock Incentive Plan.

4. Each restricted stock unit represents a contingent right to receive one share of UEI common stock.

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

Remarks:

/s/Richard A. Firehammer, Jr.　　02/20/2018

** Signature of Reporting Person　　Date