

Kopaskie Mark S
Form 4
May 24, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Kopaskie Mark S

2. Issuer Name and Ticker or Trading Symbol
UNIVERSAL ELECTRONICS INC [UEIC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
201 E. SANDPOINTE AVENUE, SUITE 800
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/17/2013

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
EVP

SANTA ANA, CA 92707-6708

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 or Price | | |
| Common Stock | 05/17/2013 | 05/17/2013 | M | | 300 A \$ 16.25 | 28,669 | D |
| Common Stock | 05/17/2013 | 05/17/2013 | S | | 300 D \$ 26.7033 | 28,369 | D |
| Common Stock | 05/20/2013 | 05/20/2013 | M | | 2,858 A \$ 16.25 | 31,227 | D |
| Common Stock | 05/20/2013 | 05/20/2013 | S | | 2,858 D \$ 26.2538 | 28,369 | D |
| Common Stock | 05/21/2013 | 05/21/2013 | M | | 2,937 A \$ 16.25 | 31,306 | D |

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| | | | | | | | | |
|--------------|------------|------------|---|-------|---|------------|--------|---|
| Common Stock | 05/21/2013 | 05/21/2013 | S | 2,937 | D | \$ 26.16 | 28,369 | D |
| Common Stock | 05/22/2013 | 05/22/2013 | M | 5,000 | A | \$ 16.25 | 33,369 | D |
| Common Stock | 05/22/2013 | 05/22/2013 | S | 5,000 | D | \$ 26.5347 | 28,369 | D |
| Common Stock | 05/22/2013 | 05/22/2013 | M | 6,105 | A | \$ 16.25 | 34,474 | D |
| Common Stock | 05/22/2013 | 05/22/2013 | S | 6,105 | D | \$ 26.6094 | 28,369 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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(9-02)

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 (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Rt to Buy) | \$ 16.25 <u>(1)</u> | 05/17/2013 | 05/17/2013 | M | 300 | 06/10/2011 06/10/2021 | Common Stock | 300 | |
| Employee Stock Option (Rt to Buy) | \$ 16.25 <u>(1)</u> | 05/20/2013 | 05/20/2013 | M | 2,858 | 06/10/2011 06/10/2021 | Common Stock | 2,858 | |
| Employee Stock Option (Rt to Buy) | \$ 16.25 <u>(1)</u> | 05/21/2013 | 05/21/2013 | M | 2,937 | 09/10/2011 09/10/2021 | Common Stock | 2,937 | |
| Employee Stock | \$ 16.25 <u>(1)</u> | 05/22/2013 | 05/22/2013 | M | 5,000 | 03/10/2012 03/10/2022 | Common Stock | 5,000 | |

Option (Rt
to Buy)

Employee

| | | | | | | | | | |
|-----------------------|------------|------------|------------|---|-------|------------|------------|-----------------|-------|
| Stock | \$ 16.25 | 05/22/2013 | 05/22/2013 | M | 6,105 | 03/10/2012 | 03/10/2022 | Common Stock | 6,105 |
| Option (Rt to Buy) | <u>(1)</u> | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Kopaskie Mark S 201 E. SANDPOINTE AVENUE SUITE 800 SANTA ANA, CA 92707-6708 | | | EVP | |

Signatures

/s/Mark S. Kopaskie, by Richard A. Firehammer, Jr., pursuant to Limited Power of Attorney dated February 25, 2008 (attached)

05/24/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Exercise Price determined in accordance with the terms of the Company's applicable Stock Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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