

Kopaskie Mark S
 Form 4
 May 16, 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)
 05/09/2013

____ 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 Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	05/09/2013	05/09/2013	M			5,003	A \$ 16.25	32,779	D	
Common Stock	05/09/2013	05/09/2013	S			5,003	D \$ 23.9322	27,776	D	
Common Stock	05/09/2013	05/09/2013	M			5,000	A \$ 18.07	32,776	D	
Common Stock	05/09/2013	05/09/2013	S			5,000	D \$ 23.9322	27,776	D	
Common Stock	05/10/2013	05/10/2013	M			14,997	A \$ 16.25	42,773	D	

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Common Stock	05/10/2013	05/10/2013	S	14,997	D	\$ 24.6803	27,776	D
Common Stock ⁽¹⁾	05/13/2013	05/13/2013	A	593	A	\$ 26.06 ⁽²⁾	28,369	D

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

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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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Rt to Buy)	\$ 16.25 ⁽³⁾	05/09/2013	05/09/2013	M	5,003	06/10/2009 06/10/2019	Common Stock	5,003	
Employee Stock Option (Rt to Buy)	\$ 18.07 ⁽³⁾	05/09/2013	05/09/2013	M	5,000	09/01/2010 09/01/2020	Common Stock	5,000	
Employee Stock Option (Rt to Buy)	\$ 16.25 ⁽³⁾	05/10/2013	05/10/2013	M	14,997	12/10/2009 12/10/2019	Common Stock	14,997	

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)

05/16/2013

__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) 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.
- (2) Price Determined in accordance with the 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.
- (3) 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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