

UNIVERSAL ELECTRONICS INC

Form 4

February 09, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
ARLING PAUL D2. 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 EAST SANDPOINTE, 8TH
FLOOR3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2017☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) CEO(Street)
SANTA ANA, CA 92707-67084. 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 (D) Price			

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

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information contained in this form are not
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number.**SEC 1474
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units ⁽¹⁾	\$ 0	02/08/2017	A		11,960		<u>(1)</u>	<u>(1)</u>	Common Stock	11,960
Emp Stock Option (Rt. to Buy) ⁽²⁾	\$ 62.7 ⁽³⁾	02/08/2017	A		38,245		02/08/2018	02/08/2024	Common Stock	38,245

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARLING PAUL D 201 EAST SANDPOINTE 8TH FLOOR SANTA ANA, CA 92707-6708	X		CEO	

Signatures

/s/Paul D. Arling, by Richard A. Firehammer, Jr., pursuant to Limited Power of Attorney dated January 22, 2003 (attached)

02/09/2017

__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).

Restricted Stock Grant was approved by the Compensation Committee of the Board of Directors on January 19, 2017 and ratified and
(1) approved by the Board of Directors on February 8, 2017, and granted on February 8, 2017 and will vest over a 3 year vesting schedule of 33.33% on February 8, 2018, and 8.33% quarterly thereafter.

Employee Stock Option Grant was approved by the Compensation Committee of the Board of Directors on January 19, 2017 and ratified
(2) and approved by the Board of Directors on February 8, 2017, and granted on February 8, 2017 and will vest over a 3 year vesting schedule of 33.33% on February 8, 2018, and 8.33% quarterly thereafter. These Stock Options have a 7 year life.

(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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