

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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
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1. Name and Address of Reporting Person * <u>Kopaskie Mark S</u>  (Last) (First) (Middle) 201 E. SANDPOINTE AVENUE SUITE 800  (Street) SANTA ANA CA 92707-6708  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>UNIVERSAL ELECTRONICS INC [ UEIC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>EVP</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2014	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/25/2014	02/25/2014	M		1,467	A	\$24.91	12,443	D	
Common Stock	02/25/2014	02/25/2014	S		1,467	D	\$41.1979 <sup>(1)</sup>	10,976	D	
Common Stock	02/25/2014	02/25/2014	M		1,200	A	\$29.25	12,176	D	
Common Stock	02/25/2014	02/25/2014	S		1,200	D	\$41.1979 <sup>(1)</sup>	10,976	D	
Common Stock	02/25/2014	02/25/2014	M		15,866	A	\$20.085	26,842	D	
Common Stock	02/25/2014	02/25/2014	S		15,866	D	\$41.1979 <sup>(1)</sup>	10,976	D	
Common Stock	02/25/2014	02/25/2014	M		467	A	\$19.245	11,443	D	
Common Stock	02/25/2014	02/25/2014	S		467	D	\$41.1979 <sup>(1)</sup>	10,976	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
Employee Stock Option (Rt to Buy)	\$24.91 <sup>(2)</sup>	02/25/2014	02/25/2014	M			1,467	01/25/2014	01/25/2020	Common Stock	1,467	\$24.91	69,830	D	
Employee Stock Option (Rt to Buy)	\$29.25 <sup>(2)</sup>	02/25/2014	02/25/2014	M			1,200	01/06/2014	04/06/2021	Common	1,200	\$29.25	68,630	D	
Employee Stock Option (Rt to Buy)	\$20.085 <sup>(2)</sup>	02/25/2014	02/25/2014	M			15,866	05/08/2012	02/08/2022	Common	15,866	\$20.085	52,764	D	
Employee Stock Option (Rt to Buy)	\$19.245 <sup>(2)</sup>	02/25/2014	02/25/2014	M			467	05/08/2013	02/08/2023	Common	467	\$19.245	52,297	D	

**Explanation of Responses:**

- This is the weighted average of the price traded. The high was \$41.2718 and the low was \$41.062.
- Exercise Price determined in accordance with the terms of the Company's applicable Stock Incentive Plan.

**Remarks:**

/s/Mark S. Kopaskie, by  
 Richard A. Firehammer, Jr.,  
 pursuant to Limited Power of

02/26/2014

\*\* 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.**

LIMITED POWER OF ATTORNEY FOR  
SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned's hereby makes, constitutes and appoints Richard A. Firehammer, Jr., as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Universal Electronics Inc., a Delaware corporation (the "Company"), with the United States Securities and Exchange Commission, any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (3) perform any and all other acts which in the discretion of such attorney-in-fact are necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in their discretion on information provided to such attorney-in-fact without independent verification of such information;
- (2) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (3) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and
- (4) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of February, 2008.

/s/Mark S. Kopaskie  
Signature

Mark S. Kopaskie  
Print Name

STATE OF California

COUNTY OF Orange

On February 25, 2008 before me, Shelly Tellez, Notary Public personally appeared Mark S. Kopaskie who proved to me on the basis of satisfactory evidence to be

the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of whcih the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the lasws of the State of California that the foregoing paragraph is true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

/s/Shelly Tellez  
Notary Public

January 21, 2008  
My Commission Expires: