

OMB APPROVAL	
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**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

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

1. Name and Address of Reporting Person* <u>Hackworth Bryan M</u>  (Last) (First) (Middle) 15147 NORTH SCOTTSDALE ROAD H300  (Street) SCOTTSDALE AZ 85254  (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 _____ Officer (give title below) _____ Other (specify below) _____  X SVP and CFO
	3. Date of Earliest Transaction (Month/Day/Year) 12/02/2022	
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	12/02/2022		M		22,000	A	\$19.245 <sup>(1)</sup>	74,823	D	
Common Stock	12/02/2022		F <sup>(2)</sup>		20,338	D	\$22.9	54,485	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)	\$19.245 <sup>(1)</sup>	12/02/2022		M			22,000	05/13/2013	02/13/2023	Common	22,000	\$19.245	128,470	D	
Restricted Stock Units	<sup>(3)</sup>							<sup>(4)</sup>	<sup>(4)</sup>	Common Stock	0		11,325 <sup>(5)</sup>	D	

**Explanation of Responses:**

- Exercise Price determined in accordance with the terms of the Company's applicable Stock Incentive Plan.
- Represents a "net exercise" of outstanding stock options. The reporting person received 1,662 shares of common stock on net exercise of options to purchase 22,000 shares of common stock. The Company withheld 20,338 shares of common stock underlying the option for payment of the exercise price and tax withholdings, using the high/low average stock price on December 2, 2022 of \$22.90, pursuant to the terms of the applicable Stock Incentive Plan.
- Each restricted stock unit represents a contingent right to receive one share of UEI common stock.
- The restricted stock units vest in accordance with the vesting schedule of each RSU Grant and were reported at the time the grant(s) were issued.
- This figure represents an aggregate number of outstanding restricted stock units held by Reporting Person.

**Remarks:**

/s/Bryan M. Hackworth, by  
Richard A. Firehammer, Jr.,  
pursuant to Limited Power of 12/05/2022  
Attorney dated August 5, 2006  
(attached)

\*\* 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.