

FIREHAMMER RICHARD A JR
Form 4
March 23, 2006

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 *
FIREHAMMER RICHARD A JR

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)
8190 CARRINGTON PLACE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/21/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice Presiden

BAINBRIDGE
TOWNSHIP, OH 44023

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 (A) or (D) Price | | |
| Common Stock ⁽¹⁾ | 03/21/2006 | 03/21/2006 | M | | 3,500 A \$ 11.063 | 3,500 | D |
| Common Stock ⁽¹⁾ | 03/21/2006 | 03/21/2006 | S | | 3,500 D \$ 17.7609 | 0 | D |
| Common Stock ⁽¹⁾ | 03/22/2006 | 03/22/2006 | M | | 1,400 A \$ 11.063 | 1,400 | D |
| Common Stock ⁽¹⁾ | 03/22/2006 | 03/22/2006 | S | | 1,400 D \$ 17.7807 | 0 | D |

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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 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Rt to Buy) ⁽¹⁾ | \$ 11.063 | 03/21/2006 | 03/21/2006 | M | 3,500 | 10/06/2003 10/06/2009 | Common Stock | 3,500 |
| Employee Stock Option (Rt to Buy) ⁽¹⁾ | \$ 11.063 | 03/22/2006 | 03/22/2006 | M | 1,400 | 10/06/2003 10/06/2009 | Common Stock | 1,400 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FIREHAMMER RICHARD A JR
8190 CARRINGTON PLACE
BAINBRIDGE TOWNSHIP, OH 44023

Senior Vice Presiden

Signatures

/s/Richard A. Firehammer, Jr. 03/23/2006

__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)

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Cashless Exercise of Employee Stock Option. Transactions made in accordance with a Rule 10b5-1 Trading Plan established by Reporting Person on February 28, 2006.

(2) The entered Price is the average prices of various transactions. The actual prices ranged between \$17.75 and \$17.87, inclusive.

(3) The entered Price is the average prices of various transactions. The actual prices ranged between \$17.75 and \$17.84, inclusive.

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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