

UNIVERSAL ELECTRONICS INC

Form 8-K

June 17, 2011

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**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTIONS 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report (date of earliest event reported): June 9, 2011  
UNIVERSAL ELECTRONICS INC.  
(Exact name of Registrant as specified in its charter)**

**Delaware  
(State or other jurisdiction  
of incorporation or organization)**

**0-21044  
(Commission File No.)**

**33-0204817  
(I.R.S. Employer  
Identification No.)**

**6101 Gateway Drive  
Cypress, California 90630  
(Address of principal executive offices, with Zip Code)  
(714) 820-1000**

**(Registrant's telephone number, including area code):**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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Universal Electronics Inc. (the Company) held its annual meeting of stockholders on June 9, 2011, and the following matters were voted on at that meeting:

1. The election of the following director who will serve until his respective successor is elected and qualified or until his earlier death or resignation:

| <b>Director</b> | <b>For</b> | <b>Withheld</b> | <b>Non-Votes</b> | <b>Uncast</b> |
|-----------------|------------|-----------------|------------------|---------------|
| Paul D. Arling  | 10,779,475 | 668,191         | 1,500,708        | 0             |

2. Stockholders approved an advisory resolution on the Company's executive compensation as follows:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Non-Votes</b> | <b>Uncast</b> |
|------------|----------------|----------------|------------------|---------------|
| 9,069,613  | 2,345,621      | 32,432         | 1,500,708        | 0             |

3. Stockholders voted, on an advisory basis, on the preferred frequency of holding future advisory votes on executive compensation as follows:

| <b>1 Year</b> | <b>2 Years</b> | <b>3 Years</b> | <b>Abstain</b> | <b>Non-Votes</b> | <b>Uncast</b> |
|---------------|----------------|----------------|----------------|------------------|---------------|
| 6,339,881     | 88,739         | 4,986,190      | 32,856         | 1,500,708        | 0             |

4. The ratification of the appointment of the independent registered public accounting firm Grant Thornton LLP was approved by the following vote:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Non-Votes</b> | <b>Uncast</b> |
|------------|----------------|----------------|------------------|---------------|
| 12,786,614 | 160,322        | 1,438          | 0                | 0             |

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Universal Electronics Inc.

Date: June 17, 2011

By: */s/ Bryan Hackworth*  
Bryan Hackworth  
Chief Financial Officer  
(Principal Financial Officer)