

UNIVERSAL ELECTRONICS INC

Form 8-K

October 04, 2004

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant To Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report: **October 1, 2004**

**UNIVERSAL ELECTRONICS INC.**

(Exact name of Registrant as specified in its charter) Commission File Number: 0-21044

|   |   |   |
|---|---|---|
| <b>Delaware</b><br>(State or Other<br>Jurisdiction<br>of Incorporation) | <b>0-21044</b><br>(Commission<br>File Number) | <b>33-0204817</b><br>(IRS Employer<br>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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SIGNATURES

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Exhibit 99.1 Press Release

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Item 1.01 Entry into a Material Definitive Agreement

On October 1, 2004, Universal Electronics Inc. ( Universal ) entered into an agreement with certain stockholders of SimpleDevices, Inc., a Delaware corporation ( SDI ), to acquire substantially all the outstanding shares of SDI s capital stock for a purchase price of approximately \$12.5 million, plus a possible performance-based payment of up to 65,842 shares of Universal unregistered common stock, tied to achieving certain future financial objectives. The press release issued by Universal announcing the purchase is included with this report as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

Exhibit 99.1 Press release dated October 4, 2004 announcing the acquisition of substantially all the outstanding shares of the capital stock of SimpleDevices, Inc. for a purchase price of approximately \$12.5 million, plus a possible performance-based payment of up to 65,842 shares of Universal unregistered common stock, tied to achieving certain future financial objectives.

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**SIGNATURES**

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: October 4, 2004

By: */s/ Bernard J. Pitz*

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Bernard J. Pitz  
Senior Vice President and Chief  
Financial Officer (Principal  
Financial Officer)

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**INDEX TO EXHIBITS**

| <b>Exhibit<br/>Number</b> | <b>Description</b>   |
|---------------------------|--|
| 99.1                      | Press release dated October 4, 2004 announcing the acquisition of substantially all the outstanding shares of the capital stock of SimpleDevices, Inc. for a purchase price of approximately \$12.5 million, plus a possible performance-based payment of up to 65,842 shares of Universal unregistered common stock, tied to achieving certain future financial objectives. |