

SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC/ DE  
Form SC 13G  
February 05, 2003

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13D-1(b) (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)  
(AMENDMENT NO. ) (1)

Universal Electronics Inc.

-----  
(Name of Issuer)

Common Stock \$0.01 Par Value

-----  
(Title of Class of Securities)

913483103

-----  
(CUSIP Number)

December 31, 2002

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

/X/ Rule 13d-1(b)

/ / Rule 13d-1(c)

/ / Rule 13d-1(d)

(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 913483103

-----  
-----  
1. Names of Reporting Persons

S.S. or I.R.S. Identification Nos. of above persons  
SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC.  
13-4064414

-----  
2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) / /  
(b) /X/

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Delaware

-----  
Number of Shares  
Beneficially Owned by  
Each Reporting Person  
With:

5. Sole Voting Power  
828,600

-----  
6. Shared Voting Power  
0

-----  
7. Sole Dispositive Power  
828,600

-----  
8. Shared Dispositive Power  
0

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
828,600

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares\*

-----  
11. Percent of Class Represented by Amount in Row (9)  
6.05%

-----  
12. Type of Reporting Person\*  
IA

-----  
\* See Instruction Before Filling Out

ITEM 1.

(a) Name of Issuer:  
Universal Electronics Inc.

-----  
(b) Address of Issuer's Principal Executive Offices:  
Universal Electronics Inc.  
6101 Gateway Drive  
Cypress, CA 90630  
-----

ITEM 2.

(a) Name of Person Filing:  
Barbara Brooke Manning

-----  
(b) Address of Principal Business Office or, if none, Residence:  
875 Third Avenue, 22nd Floor  
New York, NY 10022  
-----

(c) Citizenship:  
Delaware

-----  
(d) Title of Class of Securities:  
Common Stock \$0.01 Par Value  
-----

(e) CUSIP Number:  
913483103  
-----

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO Rule 13d-1(b) or  
13d-2(b) or (e), CHECK WHETHER THE PERSON FILING IS a:

- (a) / / Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o)
- (b) / / Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c)
- (c) / / Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c)
- (d) / / Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8)
- (e) /X/ An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E)
- (f) / / An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F)
- (g) / / A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G)
- (h) / / A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)

- (i) / / A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) / / Group, in accordance with Section 240.13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:  
828,600  
-----
- (b) Percent of Class:  
6.05%  
-----
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote  
828,600  
-----
  - (ii) Shared power to vote or to direct the vote  
0  
-----
  - (iii) Sole power to dispose or to direct the disposition of  
828,600  
-----
  - (iv) Shared power to dispose or to direct the disposition of  
0  
-----

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:  
Not Applicable

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:  
There are no other persons with such rights who own more than 5% of the issuer, except as reported herein.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:  
Not Applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:  
Not Applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:  
Not Applicable

ITEM 10. CERTIFICATION:

- (a) The following certification shall be included if the statement is filed pursuant to Section 240.13d-1(b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 4, 2003

-----

Date

Barbara Brooke Manning

-----

Signature

Barbara Brooke Manning  
 Senior Vice President and  
 Chief Compliance Officer

-----

Name/Title

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer of general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE Rule 13d-7(b) for other parties for whom copies are to be sent.

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001)