| FORM | 4 |
|------|---|
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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). |
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Respo | nses) | | n | | | | | | | | |
|--|--|---|--|-----------|--|--|---|----------------------------|------------------|--|-------------------------|
| 1. Name and Addres Halligan Catheri | 2. Issuer Name ar Ulta Beauty, Ine | | | iding Sym | bol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
| (Last) 1000 REMINGT | (First) TON BLVD., S | | 3. Date of Earliest Transaction (Month/Day/Year) 03/22/2019 | | | | | Officer (give title below) | Other (specify l | below) | |
| BOLINGBROO | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_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 3. Transaction Code (Instr. 8) 4. Securities Acquir (A) or Disposed of (Instr. 3, 4 and 5) | | of (D) |) Beneficially Owned Following Ownership Reported Transaction(s) Form: | | | | | | |
| | | | (Month/Day/Year) | Code | V | Amount | (A) or (D) | Price | (Instr. 3 and 4) | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) |
| Common Stock | | 03/22/2019 | | G | | 15 | D | \$0 | 2,866 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1474 (9-02)

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | |
|--|-------------|------------------|--------------------|------------|----|----------|----------------------|------------------|------------|------------|----------|-------------|----------------|------------|-------------|
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | 4. | | 5. | | 6. Date Exer | cisable | 7. Tit | le and | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | Date | Execution Date, if | Transacti | on | Numl | ber | and Expirati | on Date | Amo | unt of | Derivative | Derivative | Ownership | of Indirect |
| Security | or Exercise | (Month/Day/Year) | any | Code | | of | f (Month/Day/Year) U | | Underlying | | Security | Securities | Form of | Beneficial | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | | Deriv | ative | ve | | Securities | | (Instr. 5) | Beneficially | Derivative | Ownership |
| | Derivative | | | | | Secur | | | (| | . 3 and | | Owned | Security: | (Instr. 4) |
| | Security | | | | | Acqu | ired | 4 | | 4) | | | Following | Direct (D) | |
| | | | | | | · · | A) or | | | | | 1 | or Indirect | | |
| | | | | | | Disposed | | | | | | | Transaction(s) | (I) | |
| | | | | | | of (D | · | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | (Instr | | | | | | | | | |
| | | | | | | 4, and | 15) | | | | | | | | |
| | | | | | | | | | | | Amount | | | | |
| | | | | | | | | | | | or | | | | |
| | | | | | | | | | Expiration | Title | Number | | | | |
| | | | | | | | | Exercisable Date | | | of | | | | |
| | | | | Code | V | (A) | (D) | | | | Shares | | | | |

Reporting Owners

| | Relationships | | | | | | |
|--|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| Halligan Catherine Ann 1000 REMINGTON BLVD., SUITE 120 BOLINGBROOK, IL 60440 | Х | | | | | | |

Signatures

| /s/ Jodi J. Caro, as attorney-in-fact for Catherine A. Halligan | 03/25/2019 |
|---|------------|
| **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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.