## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Nagler Lorna  (Last) (First) (Middle) 1000 REMINGTON BLVD, SUITE 120  (Street)  BOLINGBROOK, IL 60440		Issuer Name and Ticker or Trading Symbol Ulta Beauty, Inc. [ULTA]     3. Date of Earliest Transaction (Month/Day/Year) 06/05/2019  4. If Amendment, Date Original Filed(Month/Day/Year)				X_ Direc	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_ Director Officer (give title below)  6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting Person						
						Office							
						_X_ Form fil							
(City)	<u> </u>			Table I - Non-Derivative Securities Acqu					uired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	1	2. Transaction Date [Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(A)	4. Securities Acquir (A) or Disposed of (Instr. 3, 4 and 5)		D) Beneficia	ally Owned Following I Transaction(s)		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
			(1.15.11.12.24), 1.04.1)	Code	V Am		) or D) Pri	Ì					
Common Stock	(	06/05/2019		A	445	( <u>1</u> ) A	\$	6,368			D		
Reminder: Report on a	separate line for	each class of secur	ities beneficially ow		•	-	snond	to the collec	ction of inf	ormation	SEC 1	474 (9-02)	
Reminder: Report on a	separate line for	Table II - I	ities beneficially ow Derivative Securities,	es Acquire	Persons containe the form ed, Dispos	who resid in this display	s form s a cui	rently valid	uired to res OMB con	formation spond unleatrol number	ss	474 (9-02)	
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security	3. Transaction	Table II - I (a 3A. Deemed Execution Date any	Derivative Securities, puts, calls, wa 4. te, if Transaction Code (Instr. 8)	es Acquire rrants, op	Persons containe the form ed, Dispos tions, con 6. Date E and Expir (Month/D	who resid in this displayed of, or vertible stercisable ation Da	Benefic securities A	rently valid rially Owned es) Title and mount of inderlying ecurities instr. 3 and	OMB conf	spond unles	of 10. Ownersh Form of Derivativ Security: Direct (D or Indirec	11. Nation of Indirection Benefic Owners (Instr. 4	

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Nagler Lorna 1000 REMINGTON BLVD SUITE 120 BOLINGBROOK, IL 60440	X					

## **Signatures**

/s/ Jodi J. Caro, as attorney-in-fact for Lorna Nagler	06/06/2019	
**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).
- (1) Represents a grant of 445 restricted stock units, vesting 100% on 6/6/2020.

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.