## FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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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

(Print or Ty	pe Response	s)																
1. Name and Address of Reporting Person * Eck Dennis K					2. Issuer Name and Ticker or Trading Symbol Ulta Beauty, Inc. [ULTA]								5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 1000 REMINGTON BLVD., SUITE 120					3. Date of Earliest Transaction (Month/Day/Year) 03/16/2017							ır)	-	Office	r (give title belo	w)	Other (specify	below)
(Street) BOLINGBROOK, IL 60440				4. It	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)			Та	able I -	Non	-De	erivative	Secu	rities Ac	equir	red, Dispo	osed of, or I	Beneficially	Owned	
(Instr. 3) Date (Month/Day/Year) a		Execu any	A. Deemed Execution Date, if Transaction Code Month/Day/Year)  3.  Crode (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				(A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership of Form: Education Direct (D)	Beneficial Ownership				
						Code	7	V Amount (A) or Or Price		e				or Indirect (I) (Instr. 4)	(Instr. 4)			
Common	Stock		03/16/2017				S			4,900 (1)	D	\$ 288.6	504	483,53	0		D	
Common	Stock		03/20/2017				S			5,101	D	\$ 285.33 (2)	333	478,42	9		D	
Reminder:	Report on a s	separate line	for each class of s	ecurities	beneficial	lly ov	wned di	F	Pei coi	rsons w	ho re in thi	s form	are	not requ	ction of inf lired to res OMB cont	pond unle	SS	1474 (9-02)
			Table 1		ative Sec puts, call									y Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transacti Date (Month/Day	Execution any	ed Date, if	4. Transaction Code Year) (Instr. 8)		Number ar		6. and	nd Expiration Date Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Owners Form of Derivat Securit Direct or India	f Benefici ive Ownersl (y: (Instr. 4)	
					Code	V	(A)		Da Ex	ate ercisable		ration 1	Γitle	Amount or Number of Shares				

#### **Reporting Owners**

D 41 0 N /	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Eck Dennis K 1000 REMINGTON BLVD. SUITE 120 BOLINGBROOK, IL 60440	X					

### **Signatures**

/s/ Jodi J. Caro, as attorney-in-fact for Dennis K. Eck	03/20/2017	

**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).
- The 4,900 shares of common stock sold by the reporting person on March 16, 2017 are a "matching" transaction under Section 16(b) of the Securities Exchange Act of 1934 (1) with 4,900 of the shares of common stock purchased by the reporting person on September 19, 2016 for \$234.41 per share. In accordance with Section 16, the reporting person has voluntarily disgorged to the issuer an aggregate short-swing profit of approximately \$265,778.
- (2) Weighted average price based on trades completed with prices between \$285.33 to \$288.99. Reporting person shall undertake to provide a report of the shares sold at each price within the range upon request of the SEC staff, the issuer or any security holder of the issuer.

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.