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).

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

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#### 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 Responses)										
1. Name and Address of Reporting Halligan Catherine Ann	2. Issuer Name Ulta Beauty, I			rading Sy	mbol	4	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_Director 10% Owner			
(Last) (First) 1000 REMINGTON BLVD,	3. Date of Earlies 06/01/2017	t Transacti	on (N	Month/Day	y/Year	)	Officer (give title below)	Other (specify b	pelow)	
(Street) BOLINGBROOK, IL 60440	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								
(Instr. 3) Date (Month/Day/Year) a			Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Benef	Beneficial
		(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	06/01/2017		А		408 (1)	А	\$ 306.72	4,126	D	
Common Stock	06/05/2017		S		500	D	\$ 312.364 (2)	3,626	D	

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

SEC 1474 (9-02)

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

( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.	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	Transactio	n l	Number and Expiration Date Ar		Amo	unt of	Derivative	Derivative	Ownership	of Indirect		
Security	or Exercise	(Month/Day/Year)	any	Code	0	of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	I	Deriva	ative			Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				5	Securi	ities			(Instr	: 3 and		Owned	Security:	(Instr. 4)
	Security				1	Acqui	red			4)			Following	Direct (D)	
						(A) or							1	or Indirect	
						Dispo							Transaction(s)		
						of (D)							(Instr. 4)	(Instr. 4)	
						(Instr. 3,									
					4	4, and	d 5)								
											Amount				
								Date	Expiration		or				
								Exercisable		Title	Number				
								LACICISADIC	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	06/05/2017
**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).
- (1) Represents a grant of 408 restricted stock units, vesting 100% on 6/01/2018.
- (2) The price reported in Column 4 is a weighted average price. The actual sales price for these transactions ranged from \$312.2 to \$312.405. The reporting person will provide the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.

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

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