## FORM 4

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

OMB APPROVAL
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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 * HEILBRONN CHARLES					2. Issuer Name and Ticker or Trading Symbol Ulta Beauty, Inc. [ULTA]						_X_ Direc	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
1000 REMINGTON BLVD., SUITE 120					3. Date of Earliest Transaction (Month/Day/Year) 06/02/2021						Office	r (give title belo	ow) _	Othe	er (specify be	ow)		
BOLINGBROOK, IL 60440				4. If	4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Form fil	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)			T	able I -	Non	-De	erivative	Securiti	ies Ac	quired, Disp	osed of, or l	Beneficia	ally Ow	ned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	Execu	2A. Deemed Execution Date, any (Month/Day/Yea		f Code (Instr. 8)		(A) or Disposed of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership In Form: Bo Direct (D) O		7. Nature of ndirect Beneficial Ownership Instr. 4)				
							Code	e	V	Amount	(A) or (D)	Price				(I) (Instr.	Ì	r. 4)
Common	Stock		06/02/2021				A			476 <sup>(1)</sup>	A	\$ 0	61,439			D		
Common	Stock												484,219			Ι		usseluxe RL <sup>(2)</sup>
Kemmuer.	Report on a s	separate fine	for each class of se	- Deriv	ative Sec	urit	ties Acc	quire	Per cor the	rsons whatained in form die	no resp n this f splays	form a cu	to the collector are not requirently valid	uired to res	spond ເ	unless	SEC 1	474 (9-02)
1. Title of	2.	3. Transacti	ion 3A. Deeme	· · ·	4.	s, w	5.	s, opt		ns, conver Date Exer			. Title and	8. Price of	9. Num	ber of	10.	11. Natur
Derivative Security	Conversion or Exercise Price of Derivative Security	Date	Execution y/Year) any (Month/Da	Date, if	Transact Code	)		ative ties red sed	and Expiration Date (Month/Day/Year)  A U S		Amount of Underlying Securities Instr. 3 and		Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		Form of Derivative Security: Direct (D) or Indirect	p of Indirect Beneficia Ownersh (Instr. 4)		
					Code	V	(A)	(D)	Da Ex	ite ercisable	Expirat Date	ion T	Amount or Number of Shares					

#### **Reporting Owners**

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

### **Signatures**

/s/ Jodi J. Caro, as attorney-in-fact for Charles Heilbronn	06/03/2021		
**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 476 restricted stock units, vesting 100% on 6/2/2022.
  - Mousseluxe SARL is the record holder of these securities. These securities are indirectly owned by (a) Mousse Partners Limited, the parent of Mousseluxe SARL and (b) Mr.
- (2) Heilbronn, who has been granted a power of attorney and proxy to exercise voting and investment power with respect to these securities. Mr. Heilbronn disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

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.