

Kimbell David C  
Form 4  
March 27, 2019

**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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kimbell David C

2. Issuer Name and Ticker or Trading Symbol  
Ulta Beauty, Inc. [ULTA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1000 REMINGTON BLVD, SUITE 120

3. Date of Earliest Transaction (Month/Day/Year)  
03/25/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

See Remarks

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

BOLINGBROOK, IL 60440

(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 (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/25/2019		M		2,811 A \$ 98.64	13,716	D
Common Stock	03/25/2019		M		1,969 A \$ 97.89	15,685	D
Common Stock	03/25/2019		M		3,631 A \$ 151.2	19,316	D
Common Stock	03/25/2019		M		7,041 A \$ 191.76	26,357	D
Common Stock	03/25/2019		S		15,452 D \$ 333.4951	10,905	D

(1)

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 98.64	03/25/2019		M	2,811	<sup>(2)</sup> 03/18/2024	Common Stock	2,811
Stock Option (right to buy)	\$ 97.89	03/25/2019		M	1,969	<sup>(3)</sup> 03/28/2024	Common Stock	1,969
Stock Option (right to buy)	\$ 151.2	03/25/2019		M	3,631	<sup>(4)</sup> 03/27/2025	Common Stock	3,631
Stock Option (right to buy)	\$ 191.76	03/25/2019		M	7,041	<sup>(5)</sup> 03/25/2026	Common Stock	7,041

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kimbell David C 1000 REMINGTON BLVD SUITE 120 BOLINGBROOK, IL 60440			See Remarks	

## Signatures

/s/ Jodi J. Caro, as attorney-in-fact for David C.  
Kimbell

03/27/2019

\_\_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).  
The price reported in Column 4 is a weighted average price. The prices actually received ranged from \$332.400 to \$334.665. The reporting person has provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range for all transactions reported in this Form 4 utilizing a weighted average price.
- (1) The options, representing a right to purchase a total of 11,241 shares, vest 25% beginning on each anniversary date of the 3/18/2014 grant date.
- (2) The options, representing a right to purchase a total of 7,874 shares, vest 25% beginning on 3/16/2015 and on each anniversary date thereafter.
- (3) The options, representing a right to purchase a total of 3,631 shares, vest 25% beginning on 3/15/2016 and on each anniversary date thereafter.
- (4) The options, representing a right to purchase a total of 9,388 shares, vest in 25% increments beginning on 3/15/2017 and each anniversary thereafter through 3/15/2020.
- (5)

### Remarks:

Chief Merchandising and Marketing Officer

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