
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): September 18, 2019

ULTA BEAUTY, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-33764
(Commission
File Number)

38-4022268
(IRS Employer
Identification No.)

**1000 Remington Blvd., Suite 120
Bolingbrook, Illinois 60440**
(Address of Principal Executive Offices and zip code)

(630) 410-4800
(Registrant's telephone number, including area code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 C.F.R. §230.425)
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 C.F.R. §240.14a-12)
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 C.F.R. §240.14d-2(b))
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 C.F.R. §240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	ULTA	The NASDAQ Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;
Compensatory Arrangements of Certain Officers.**

(d) On September 19, 2019, Ulta Beauty, Inc. (the “Company”) issued a press release regarding the appointment of Mike Smith to the Company’s Board of Directors (the “Board”) effective September 18, 2019. Mr. Smith will serve as a Class I director. A copy of the press release is furnished as Exhibit 99 to this report.

There is no arrangement or understanding between Mr. Smith and any other persons pursuant to which Mr. Smith was selected as a director, and there are no related party transactions involving Mr. Smith that are reportable under Item 404(a) of Regulation S-K.

Item 9.01 Financial Statements and Exhibits.

- (a) Not applicable
- (b) Not applicable
- (c) Not applicable
- (d) Exhibits. The exhibit listed in the exhibit index below is being filed herewith.

<i>Exhibit</i> <u>No.</u>	<u>Description</u>
99.1	Press release issued by Ulta Beauty, Inc. on September 19, 2019 announcing the appointment of Mike Smith to the Company’s Board of Directors
104	Cover Page Interactive Data File (the cover page tags are embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ULTA BEAUTY, INC.

Date: September 19, 2019

By: /s/ Jodi J. Caro

Jodi J. Caro

General Counsel, & Corporate Secretary



ULTA BEAUTY ANNOUNCES ADDITION TO BOARD OF DIRECTORS

Mike Smith Appointed Independent Director

Bolingbrook, IL – September 19, 2019 – Ulta Beauty, Inc. (NASDAQ:ULTA) today announced that Mike Smith, President and Chief Operating Officer of Stitch Fix, Inc. (NASDAQ: SFIX), has been appointed to its Board of Directors effective September 18, 2019.

Mr. Smith joins the Ulta Beauty board with more than 27 years of professional experience in the financial services, technology and retail industries. Mike is the President & Chief Operating Officer at Stitch Fix, overseeing operations, styling and client experience, and merchandising. Previously, Mike was COO at Walmart.com where he oversaw all operations for a \$5 billion division. Prior to Walmart, Mike worked in business and corporate development in software and consumer internet. He holds a B.A. from the University of Virginia and an M.B.A. from the Haas School at University of California, Berkeley.

Mr. Smith currently serves as a member of the Board of Directors of Herman Miller, Inc. and is a member of its Audit Committee.

“We are delighted to welcome Mike Smith to Ulta Beauty’s Board of Directors,” said Mary Dillon, Chief Executive Officer. “Mike’s deep retail experience and strong understanding of data analytics and logistics through a customer-centric lens will be of great value to Ulta Beauty as we continue execute our strategies to drive long-term shareholder value.”

About Ulta Beauty

At Ulta Beauty (NASDAQ: ULTA), the possibilities are beautiful. Ulta Beauty is the largest U.S. beauty retailer and the premier beauty destination for cosmetics, fragrance, skin care products, hair care products and salon services. In 1990, the Company reinvented the beauty retail experience by offering a new way to shop for beauty – bringing together all things beauty, all in one place. Today, Ulta Beauty has grown to become the top national retailer offering the complete beauty experience.

Ulta Beauty brings possibilities to life through the power of beauty each and every day in our stores and online with more than 25,000 products from approximately 500 well-established and emerging beauty brands across all categories and price points, including Ulta Beauty’s own private label. Ulta Beauty also offers a full-service salon in every store featuring hair, skin, brow, and make-up services.

Ulta Beauty is recognized for its commitment to personalized service, fun and inviting stores and our industry-leading Ultamate Rewards loyalty program. As of August 3, 2019, Ulta Beauty operates 1,213 retail stores across 50 states and also distributes its products through its website, which includes a collection of tips, tutorials, and social content. For more information, visit www.ulta.com.

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