

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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**Ulta Beauty, Inc.**

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11
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ULTA BEAUTY, INC.  
1000 REMINGTON BLVD.  
SUITE 120  
BOLINGBROOK, IL 60440

# Your **Vote** Counts!

ULTA BEAUTY, INC.

2022 Annual Meeting

Vote by May 31, 2022

11:59 PM ET



D76870-P66832

## You invested in ULTA BEAUTY, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 1, 2022.**

### Get informed before you vote

View the Company's Proxy Statement and Annual Report to Stockholders online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 18, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*

June 1, 2022  
10:00 AM CDT

Virtually at:  
[www.virtualshareholdermeeting.com/ULTA2022](http://www.virtualshareholdermeeting.com/ULTA2022)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

| Voting Items  | Board Recommends |
|---|------------------|
| 1. Election of Directors<br><b>Nominees:</b><br>01) Kelly E. Garcia<br>02) Michael R. MacDonald<br>03) Gisel Ruiz   | ✔ For            |
| 2. To ratify the appointment of Ernst & Young LLP as our independent registered public accounting firm for our fiscal year 2022, ending January 28, 2023. | ✔ For            |
| 3. To vote on an advisory resolution to approve the Company's executive compensation.   | ✔ For            |
| <b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment or postponement thereof.                                      |                  |

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".