

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Oyibo Paula M</u> _____ (Last) (First) (Middle) 1000 REMINGTON BLVD. SUITE 120 _____ (Street) BOLINGBROOK IL 60440 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ultra Beauty, Inc. [ ULTA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 01/31/2025	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	(A) or (D)	Price			
Common Stock	01/31/2025		F		136 <sup>(1)</sup>	D	\$418.53	3,231 <sup>(2)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (right to buy)	\$174.45							(3)	03/27/2030	Common Stock	1,058	1,058	D	
Stock Option (right to buy)	\$306.59							(4)	03/25/2031	Common Stock	222	222	D	
Stock Option (right to buy)	\$395.84							(5)	03/24/2032	Common Stock	327	327	D	
Stock Option (right to buy)	\$545.67							(6)	03/31/2033	Common Stock	434	434	D	
Stock Option (right to buy)	\$522.88							(7)	03/29/2034	Common Stock	2,760	2,760	D	

**Explanation of Responses:**

- Represents the number of shares withheld by the issuer to satisfy applicable tax withholding obligations in connection with the vesting of restricted stock grants previously reported.
- Includes shares of restricted stock that vest from 2025 to 2027.
- The options, representing an initial right to purchase a total of 1,058 shares, vesting in 25% annual increments beginning March 15, 2021 and each anniversary thereafter through March 15, 2024.
- The options, representing an initial right to purchase a total of 222 shares, vesting in 25% annual increments beginning March 15, 2022 and each anniversary thereafter through March 15, 2025.
- The options, representing an initial right to purchase a total of 327 shares, vesting in 25% annual increments beginning March 15, 2023 and each anniversary thereafter through March 15, 2026.
- The options, representing an initial right to purchase a total of 434 shares, vesting in 25% annual increments beginning March 15, 2024 and each anniversary thereafter through March 15, 2027.
- The options, representing an initial right to purchase a total of 2,760 shares, vesting in 25% annual increments beginning March 15, 2025 and each anniversary thereafter through March 15, 2028.

/s/ Jodi J. Caro, as attorney-in-fact for Paula M. Oyibo 03/17/2025

\*\* Signature of Reporting Person Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.