## FORM 4

(Print or Type Responses)

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

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

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

Name and Address of Reporting Person—     Bodnar Gregg R				2. Issuer Name and Ticker or Trading Symbol Ulta Salon, Cosmetics & Fragrance, Inc. [ULTA]						S. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director  X Officer (give title below) Other (specify below)  Chief Financial Officer					
(Last) (First) (Middle) 1000 REMINGTON BLVD.,, SUITE 120			3. Date of Earliest Transaction (Month/Day/Year) 04/18/2008							Cinc	1 1 manera	i Omeer			
BOLING	BROOK,	(Street) IL 60440		4. If Amendment	, Date Origi	inal I	Filed(Montl	n/Day/Ye	ar)	_X_ Form fil	ual or Joint/O ed by One Repo	rting Person	-	icable Line	e)
(City	)	(State)	(Zip)	Т	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficia						Beneficial	y Owned			
(Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)		4. Securities Acquir (A) or Disposed of (Instr. 3, 4 and 5)		T of (D) 5)	Beneficial	nount of Securities ficially Owned Following rted Transaction(s) : 3 and 4)		6. Ownership Form: Direct (D) or Indirect (I)	Beneficial Ownership	ct icial rship	
Common	ı Stock		04/18/2008		P	V	9,000	(D)	\$ 14.05	9,000			I	By se truste Betha B. Bo Revo Trust	ee for any odnar cable
Common	ı Stock		04/18/2008		P		3,594	A	\$ 14.09	12,594			I	By se truste Betha B. Bo Revo Trust	ee for any odnar cable
Common	ı Stock		04/18/2008		P		1,000	A	\$ 14.06	13,594			I	By set truste Betha B. Bo Revo Trust	ee for any odnar cable
Common	ı Stock		04/18/2008		P		406	A	\$ 14.1	14,000			I	By set truste Betha B. Bo Revo Trust	ee for any odnar cable
Reminder:	Report on a s	separate line	for each class of sec	urities beneficially o		Per cor the	sons whatained in form dis	o responding the responding the responding to th	form an	re not requently valid	ction of inf uired to res OMB conf	pond un	less	EC 1474	(9-02)
1. Title of	2	3. Transacti	on 3A. Deemed	(e.g., puts, calls, w	arrants, op		s, conver			) Title and	8. Price of	9 Numbe	er of 10.	1	1. Nature
Derivative Security	2. Conversion or Exercise Price of Derivative Security	Date	Execution I any	1 4. Transaction Code (Instr. 8)		and (M	Date Exer I Expiration onth/Day/	on Date	An Un Sec	Title and nount of derlying curities str. 3 and	8. Price of Derivative Security (Instr. 5)		e Owners S Form Compared Derived Security Director Incompared Technology  Owners  Form Derived Technology  Owners  Form Form Form Form Form Form Form For	ership of Brative Crity: (I)	1. Nature of Indirect Beneficial Ownership Instr. 4)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
--	------	---	-----	-----	---------------------	--------------------	-------	--	--	--	--	--	--

### **Reporting Owners**

B 41 0 N /	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Bodnar Gregg R 1000 REMINGTON BLVD., SUITE 120 BOLINGBROOK, IL 60440			Chief Financial Officer						

#### **Signatures**

/s/ Robert S. Guttman, as attorney-in-fact for Gregg R. Bodnar	04/22/2008	
**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 Bethany B. Bodnar Revocable Trust is the record holder of these securities. These securities are indirectly owned by Mr. Bodnar, who is a co-trustee, along with (1) Bethany B. Bodnar, of the Bethany B. Bodnar Revocable Trust. Mr. Bodnar disclaims beneficial ownership of these options except to the extent of any 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.