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.

(Name of Registrant as Specified In Its Charter)

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

Payment of Filing Fee (Check the appropriate box):
☒ No fee required.
☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials.
☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:
Exercise Your Right to Vote

Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on June 3, 2020.

ULTA BEAUTY, INC.

Meeting Information

Meeting Type: Annual Meeting
For holders as of: April 6, 2020
Date: June 3, 2020
Time: 10:00 AM CDT
Location: Meeting live via the Internet—please visit www.proxyvote.com/ULTA2020.

The company will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet please visit www.proxyvote.com/ULTA2020. You will need to have the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX. (located on the following page.)

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of information contained in the proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.
How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

- PROXY STATEMENT
- ANNUAL REPORT TO STOCKHOLDERS

How to View Online:
Have the information that is printed in the box marked by the arrow (located on the following page) and visit www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:
If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:
1) BY INTERNET: www.proxyvote.com
2) BY TELEPHONE: 1-800-678-1639
3) BY E-MAIL*: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 20, 2020 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

**Before The Meeting:**
Go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

**During The Meeting:**
Go to www.virtualshareholdermeeting.com/ULTA2020. Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.
The Board of Directors recommends you vote FOR:

All the following Class I Directors to hold office until the 2023 Annual Meeting of Stockholders:

1. Election of Directors:
   - Nominees:
     01) Michelle L. Collins
     02) Patricia A. Little
     03) Michael C. Smith

The Board of Directors recommends you vote FOR proposals 2 and 3.

2. To ratify the appointment of Ernst & Young LLP as our independent registered public accounting firm for our fiscal year 2020, ending January 30, 2021.

3. To transact such other business as may properly come before the meeting or any adjournment or postponement thereof.

NOTE: Such other business as may properly come before the meeting may be considered at the discretion of the Board of Directors.