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

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**FORM 8-K**

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

**Date of Report (Date of earliest event reported): June 5, 2014**

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**ULTA SALON, COSMETICS & FRAGRANCE, INC.**

(Exact Name of Registrant as Specified in its Charter)

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**Delaware**  
(State or Other  
Jurisdiction  
of Incorporation)

**001-33764**  
(Commission  
File Number)

**36-3685240**  
(IRS Employer  
Identification No.)

**1000 Remington Blvd., Suite 120**  
**Bolingbrook, Illinois 60440**  
(Address of Principal Executive Offices) (Zip Code)

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

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

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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 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On June 6, 2014, Ulta Salon, Cosmetics & Fragrance, Inc. (the “Company”) issued a press release announcing the election of Vanessa A. Wittman to the Company’s Board of Directors (the “Board”) at the Company’s 2014 Annual Meeting of Stockholders. In addition, the Board has appointed Ms. Wittman to serve on the Audit Committee of the Board. A copy of the press release is furnished as Exhibit 99.1 to this report.

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

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On June 5, 2014, the Company held its 2014 Annual Meeting of Stockholders. At the Annual Meeting, the stockholders voted on the following three proposals and cast their votes as described below.

1. Election of Directors

| <u>Director</u>      | <u>Number of Shares Voted For</u> | <u>Number of Shares Withheld</u> |
|----------------------|-----------------------------------|----------------------------------|
| Mary N. Dillon       | 56,684,078                        | 166,126                          |
| Dennis K. Eck        | 55,857,563                        | 992,641                          |
| Charles J. Philippin | 56,166,232                        | 683,972                          |
| Vanessa A. Wittman   | 56,508,319                        | 341,885                          |

There were 2,705,200 broker non-votes on the proposal for election of directors.

2. Ratification of Appointment of Independent Registered Public Accounting Firm

59,232,361 shares voted for, 290,255 shares voted against, and 32,788 shares abstained from voting. There were no broker non-votes on this matter.

3. Advisory Vote on Executive Compensation

55,312,768 shares voted for, 1,502,051 shares voted against, and 35,385 shares abstained from voting. There were 2,705,200 broker non-votes on this matter.

**Item 9.01 Financial Statements and Exhibits.****(d) Exhibits**

| <u>Exhibit No.</u> | <u>Description</u>   |
|--------------------|--|
| 99.1               | Press release issued by Ulta Salon, Cosmetics & Fragrance, Inc. on June 6, 2014 announcing the election of Vanessa A. Wittman to the Company’s Board of Directors. |

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**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 SALON, COSMETICS & FRAGRANCE, INC.

Date: June 6, 2014

By: /s/ Robert S. Guttman

Robert S. Guttman  
Senior Vice President, General Counsel  
and Secretary

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## EXHIBIT INDEX

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|--------------------|--|
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Company Contacts:  
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## **ULTA BEAUTY ANNOUNCES ADDITION TO BOARD OF DIRECTORS**

### **Vanessa Wittman Appointed Independent Director**

Bolingbrook, Ill. – June 6, 2014 – Ulta Beauty [NASDAQ:ULTA] today announced that Vanessa Wittman, Senior Vice President and Chief Financial Officer of Motorola Mobility, a subsidiary of Google, Inc., has been appointed to its Board of Directors and as a member of its Audit Committee, effective June 5, following her election at the Company’s annual shareholder meeting.

Ms. Wittman joins the Ulta Beauty Board with more than 25 years of experience in finance and technology. At Motorola Mobility, she leads the teams overseeing all financial activities as well as the teams in charge of strategy, real estate, workplace services and information technology. Prior to joining Motorola Mobility in 2012, Ms. Wittman served for four years as Executive Vice President and Chief Financial Officer of Marsh & McLennan Companies, Inc., a professional services company. She previously held Chief Financial Officer roles at cable television company Adelphia Communications, telecommunications services provider 360networks, and software developer and consulting group Metricom, Inc.

Ms. Wittman has been a director of Sirius XM Holdings Inc. since April 2011, and currently serves as a member of its audit committee. She previously served as a director of Infospace, an internet search company.

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Mary Dillon, Ulta Beauty's Chief Executive Officer, said, "We are delighted to welcome Vanessa to Ulta Beauty's Board of Directors. Her experience as a Chief Financial Officer and as a Board member for several public companies will bring valuable insights to our company on a broad range of topics, including finance, strategy, technology and corporate governance."

### **About Ulta Beauty**

Ulta Beauty is the largest beauty retailer that provides one-stop shopping for prestige, mass and salon products and salon services in the United States. Ulta Beauty provides affordable indulgence to its customers by combining unmatched product breadth, value and convenience with the distinctive environment and experience of a specialty retailer. Ulta Beauty offers a unique combination of over 20,000 prestige and mass beauty products across the categories of cosmetics, fragrance, haircare, skincare, bath and body products and salon styling tools, as well as salon haircare products. Ulta Beauty also offers a full-service salon in all of its stores. As of May 3, 2014, Ulta operates 696 retail stores across 46 states and also distributes its products through the Company's website: [www.ulta.com](http://www.ulta.com).