

Plank Kevin A
Form 4/A
November 29, 2005

FORM 4

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

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Plank Kevin A

(Last) (First) (Middle)

UNDER ARMOUR INC, 1020
HULL STREET 3RD FLOOR

(Street)

BALTIMORE, MD 21230

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Under Armour, Inc. [UARM]

3. Date of Earliest Transaction
(Month/Day/Year)

11/23/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

11/28/2005

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President, CEO and Chairman

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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
Class A Common Stock ⁽¹⁾	11/23/2005		J ⁽²⁾		14,270,000	D	⁽³⁾ 0
Class A Common Stock ⁽¹⁾	11/23/2005		J ⁽²⁾		465,000	D	⁽⁴⁾ 0
Class A Common Stock ⁽¹⁾	11/23/2005		J ⁽²⁾		465,000	D	⁽⁴⁾ 0

By KD
Plank,
LLC

By KD
PLank #2,
LLC

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Class B Common Stock	(5)	11/23/2005		J(2)		14,270,000		(5)	(5)	Class A Common Stock	14,270,000
Class B Common Stock	(5)	11/23/2005		J(2)		465,000		(5)	(5)	Class A Common Stock	465,000
Class B Common Stock	(5)	11/23/2005		J(2)		465,000		(5)	(5)	Class A Common Stock	465,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Plank Kevin A UNDER ARMOUR INC 1020 HULL STREET 3RD FLOOR BALTIMORE, MD 21230	X	X	President, CEO and Chairman	

Signatures

/s/ Kevin M Haley, attorney
in fact

11/28/2005

__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 reporting person filed a Form 4 on November 28, 2005 that omitted the reporting person's exchange of his shares of the issuer's Class

(1) A Common Stock for shares of the issuer's Class B Common Stock. The Form 4 filed on November 28, 2005 also incorrectly listed the reporting person's Class B Common Stock holdings as non-derivative securities.

(2)

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The reporting person exchanged his shares of the issuer's Class A Common Stock for shares of the issuers's Class B Common Stock on a one-for-one basis.

- (3) The reporting person exchanged 14,270,000 shares of the issuer's Class A Common Stock for shares of the issuer's Class B Common Stock on a one-for-one basis.
- (4) The reporting person exchanged 465,000 shares of the issuer's Class A Common Stock for shares of the issuer's Class B Common Stock on a one-for-one basis.
- (5) The issuer's Class B Common Stock is convertible at any time at the option of the reporting person into shares of the issuer's Class A Common Stock on a one-for-one basis, and has no expiration date.

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

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