

Under Armour, Inc.  
Form 4  
July 30, 2014

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

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

(Last) (First) (Middle)  
1020 HULL STREET  
(Street)

BALTIMORE, MD 21230

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Under Armour, Inc. [UA]

3. Date of Earliest Transaction (Month/Day/Year)  
05/30/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chairman and CEO

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	(D)	Price		
Class A Common Stock	07/29/2014		C <sup>(3)</sup>		241,680	A	\$ 0 285,226	D	
Class A Common Stock	07/29/2014		C <sup>(3)</sup>		15,105	A	\$ 0 15,105	I	By KD Plank LLC
Class A Common Stock	07/29/2014		C <sup>(3)</sup>		15,105	A	\$ 0 15,105	I	KD Plank #2 LLC
Class A Common	07/29/2014		C <sup>(3)</sup>		8,320	A	\$ 0 293,546	D	

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Stock									
Class A Common Stock	07/29/2014	<u>C<sup>(3)</sup></u>	520	A	\$ 0	15,625	I	By KD Plank LLC	
Class A Common Stock	07/29/2014	<u>C<sup>(3)</sup></u>	520	A	\$ 0	15,625	I	KD Plank #2 LLC	
Class A Common Stock	07/29/2014	<u>S<sup>(4)</sup></u>	241,680 <u>(5)</u>	D	\$ 69.12	51,866	D		
Class A Common Stock	07/29/2014	<u>S<sup>(4)</sup></u>	15,105 <u>(5)</u>	D	\$ 69.12	520	I	By KD Plank LLC	
Class A Common Stock	07/29/2014	<u>S<sup>(4)</sup></u>	15,105 <u>(5)</u>	D	\$ 69.12	520	I	KD Plank #2 LLC	
Class A Common Stock	07/29/2014	<u>S<sup>(4)</sup></u>	8,320 <u>(6)</u>	D	\$ 69.8	43,546	D		
Class A Common Stock	07/29/2014	<u>S<sup>(4)</sup></u>	520 <u>(6)</u>	D	\$ 69.8	0	I	By KD Plank LLC	
Class A Common Stock	07/29/2014	<u>S<sup>(4)</sup></u>	520 <u>(6)</u>	D	\$ 69.8	0	I	KD Plank #2 LLC	
Class A Common Stock	07/30/2014	<u>C<sup>(3)</sup></u>	250,000	A	\$ 0	293,546	D		
Class A Common Stock	07/30/2014	<u>C<sup>(3)</sup></u>	15,625	A	\$ 0	15,625	I	By KD Plank LLC	
Class A Common Stock	07/30/2014	<u>C<sup>(3)</sup></u>	15,625	A	\$ 0	15,625	I	KD Plank #2 LLC	
Class A Common Stock	07/30/2014	<u>S<sup>(4)</sup></u>	250,000 <u>(7)</u>	D	\$ 69.06	43,546	D		
Class A Common Stock	07/30/2014	<u>S<sup>(4)</sup></u>	15,625 <u>(7)</u>	D	\$ 69.06	0	I	By KD Plank LLC	
Class A Common Stock	07/30/2014	<u>S<sup>(4)</sup></u>	15,625 <u>(7)</u>	D	\$ 69.06	0	I	KD Plank #2 LLC	

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

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**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 or Number of Shares
Class B Common Stock	(1)					(1) (1)	Class A Common Stock 3,198,476
Class B Common Stock	(1)	05/30/2014		G(2)	V 180,000	(1) (1)	Class A Common Stock 180,000
Class B Common Stock	(1)	07/29/2014		C	241,680	(1) (1)	Class A Common Stock 241,680
Class B Common Stock	(1)	07/29/2014		C	15,105	(1) (1)	Class A Common Stock 15,105
Class B Common Stock	(1)	07/29/2014		C	15,105	(1) (1)	Class A Common Stock 15,105
Class B Common Stock	(1)	07/29/2014		C	8,320	(1) (1)	Class A Common Stock 8,320
Class B Common Stock	(1)	07/29/2014		C	520	(1) (1)	Class A Common Stock 520
Class B Common Stock	(1)	07/29/2014		C	520	(1) (1)	Class A Common Stock 520
Class B Common Stock	(1)	07/30/2014		C	250,000	(1) (1)	Class A Common Stock 250,000
	(1)	07/30/2014		C	15,625	(1) (1)	15,625

