

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

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
Number: 3235-0287
Expires: January 31,
2005
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burden hours per
response... 0.5

1. Name and Address of Reporting Person *
COLTHARP DOUGLAS E

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

5. Relationship of Reporting Person(s) to Issuer

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2018

(Check all applicable)

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

BALTIMORE, MD 21230

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 X Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 C Common Stock								503	I	UTMA for Child
Class C Common Stock								503	I	UTMA for Child
Class C Common Stock								75,532	I	By Spouse
Class C Common Stock	02/15/2018		M		8,624	A	\$ 4.32	88,204.7	D	

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Class C
Common Stock 02/15/2018 F(2) 2,252 D \$ 16.54 85,952.7 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	8. Amount or Number of Shares
Director Stock Option (Right to Buy) (1)	\$ 4.32	02/15/2018		M	8,624	05/06/2008 05/05/2018	Class C Common Stock	8,624

Reporting Owners

Reporting Owner Name / Address	Relationships
COLTHARP DOUGLAS E 1020 HULL STREET BALTIMORE, MD 21230	Director 10% Owner Officer Other

Signatures

/s/ John P. Stanton, Attorney in Fact for: Douglas E.
Coltharp

02/20/2018

**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).

This stock option was originally reported as an option to purchase 2,141 shares of Under Armour, Inc.'s Class A Common Stock at an exercise price of \$35.03, and was later adjusted for two separate two-for-one stock splits completed in 2012 and 2014. As a result of the Class C Dividend, the option was further adjusted such that it now entitles the Reporting Person to exercise a portion of the option for

- (1) 8,624 shares of Class C Common Stock, and the exercise price has been adjusted so that the portion of the option covering the Class A Common Stock now has an exercise price of \$4.4094 and the portion of the option covering the Class C Common Stock has an exercise price of \$4.32 per share.
- (2) Represents shares withheld to cover the exercise price of the options exercised.

Remarks:

Does not include Class A Common Stock held by the Reporting Person.

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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