Plank Kevin A Form 4 February 08, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Form filed by More than One Reporting

Person

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Plank Kevin A			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			Under Armour, Inc. [UA]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	• • • • • • • • • • • • • • • • • • • •			
			(Month/Day/Year)	X DirectorX 10% Owner			
1020 HULL STREET			02/04/2011	_X_ Officer (give title Other (specify below)			
				President and CEO			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) X Form filed by One Reporting Person			

BALTIMORE, MD 21230

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securit or(A) or Di (Instr. 3,	sposed 4 and : (A) or	of (D) 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)
Class A Common Stock	02/04/2011		Code V	Amount 3,870 (1)	(D)	Price (2)	3,970	D	
Class A Common Stock	02/04/2011		С	5,580 (1)	A	(2)	9,550	D	
Class A Common Stock	02/04/2011		C	7,650 (1)	A	<u>(2)</u>	17,200	D	
Class A Common	02/04/2011		С	13,955 (1)	A	(2)	31,155	D	

Edgar Filing: Plank Kevin A - Form 4

Stock							
Class A Common Stock	02/04/2011	С	16,645 (1)	A	<u>(2)</u>	47,800	D
Class A Common Stock	02/04/2011	S	3,870 (1)	D	\$ 60.13 (3)	43,930	D
Class A Common Stock	02/04/2011	S	5,580 (1)	D	\$ 61.56 (4)	38,350	D
Class A Common Stock	02/04/2011	S	7,650 (1)	D	\$ 62.04 (5)	30,700	D
Class A Common Stock	02/04/2011	S	13,955 (1)	D	\$ 63.43 <u>(6)</u>	16,745	D
Class A Common Stock	02/04/2011	S	16,645 (1)	D	\$ 64.24 (7)	100	D
Class A Common Stock	02/07/2011	C	270 (1)	A	<u>(2)</u>	370	D
Class A Common Stock	02/07/2011	C	26,910 (1)	A	<u>(2)</u>	27,280	D
Class A Common Stock	02/07/2011	C	20,520 (1)	A	<u>(2)</u>	47,800	D
Class A Common Stock	02/07/2011	S	270 (1)	D	\$ 63.36 (8)	47,530	D
Class A Common Stock	02/07/2011	S	26,910 (1)	D	\$ 64.21 (9)	20,620	D
Class A Common Stock	02/07/2011	S	20,520 (1)	D	\$ 65.02 (10)	100	D
Class A Common Stock	02/08/2011	C	4,230 (1)	A	<u>(2)</u>	4,330	D
Class A Common Stock	02/08/2011	С	38,520 (1)	A	<u>(2)</u>	42,850	D

Edgar Filing: Plank Kevin A - Form 4

Class A Common Stock	02/08/2011	S	4,230 (1)	D	\$ 65.53 (11)	38,620	D
Class A Common Stock	02/08/2011	S	38,520 (1)	D	\$ 66.51 (12)	100	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.

SEC 1474 (9-02)

> De Se

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	TransactiorDerivative		Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		TransactiorDerivative Expiration Date Under Code Securities (Month/Day/Year) (Instr. Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and A Underlying S (Instr. 3 and	Securities	8 I S (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Class B Common Stock	<u>(13)</u>	02/04/2011		С		3,870 (1)	(13)	(13)	Class A Common Stock	3,870		
Class B Common Stock	<u>(13)</u>	02/04/2011		C		5,580 (1)	(13)	(13)	Class A Common Stock	5,580		
Class B Common Stock	<u>(13)</u>	02/04/2011		C		7,650 (1)	(13)	(13)	Class A Common Stock	7,650		
Class B Common Stock	<u>(13)</u>	02/04/2011		C		13,955 (1)	(13)	(13)	Class A Common Stock	13,955		
Class B Common Stock	<u>(13)</u>	02/04/2011		C		16,645 (1)	<u>(13)</u>	(13)	Class A Common Stock	16,645		
Class B Common Stock	<u>(13)</u>	02/07/2011		C		270 (1)	(13)	(13)	Class A Common Stock	270		
Class B Common Stock	(13)	02/07/2011		С		26,910 (1)	(13)	(13)	Class A Common Stock	26,910		

Edgar Filing: Plank Kevin A - Form 4

Class B Common Stock	(13)	02/07/2011	С	20,520 (1)	(13)	(13)	Class A Common Stock	20,520
Class B Common Stock	(13)	02/08/2011	С	4,230 (1)	<u>(13)</u>	<u>(13)</u>	Class A Common Stock	4,230
Class B Common Stock	(13)	02/08/2011	С	38,520 (1)	<u>(13)</u>	<u>(13)</u>	Class A Common Stock	38,520
Class B Common Stock	(13)				<u>(13)</u>	(13)	Class A Common Stock	926,982
Class B Common Stock	(13)				<u>(13)</u>	(13)	Class A Common Stock	390,000
Class B Common Stock	(13)				<u>(13)</u>	(13)	Class A Common Stock	308,975

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Plank Kevin A							
1020 HULL STREET	X	X	President and CEO				
BALTIMORE, MD 21230							

Signatures

By: /s/ John P. Stanton, Attorney in Fact For: Kevin A.
Plank
02/08/2011

**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).
- (1) Shares sold pursuant to a 10b5-1 trading plan.
- (2) Shares of Class B Common Stock automatically convert to Shares of Class A Common Stock effective immediately upon the sale of the Class B shares by the reporting person.
- This transaction was executed in multiple trades at prices ranging from \$59.83 to \$60.55. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$61.25 to \$61.77. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(5)

Reporting Owners 4

Edgar Filing: Plank Kevin A - Form 4

This transaction was executed in multiple trades at prices ranging from \$61.78 to \$62.77. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- This transaction was executed in multiple trades at prices ranging from \$62.91 to \$63.88. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$63.89 to \$64.88. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$63.33 to \$63.42. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$63.49 to \$64.48. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$64.49 to \$65.48. The price reported above reflects the weighted (10) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$65.09 to \$66.09. The price reported above reflects the weighted (11) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$66.10 to \$67.10. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (13) Class B Common Stock is convertible at any time at the option of the reporting person into shares of 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.