Plank J Scott Form 4 May 03, 2012

# FORM 4

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

OMB APPROVAL

OMB

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Check this box if no longer subject to Section 16. Form 4 or

Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

obligations may continue. See Instruction 1(b).

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)

(Last)

1. Name and Address of Reporting Person \*\*
Plank J Scott

(First) (Middle)

1020 HULL STREET

BALTIMORE, MD 21230

(Street)

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

Under Armour, Inc. [UA]

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

05/01/2012

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 \_\_\_\_ Other (specify below)

EVP of Business Development

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) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y 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. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		ed 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	05/01/2012		Code V	Amount 769 (1)	. ,	Price \$ 97.12 (2)	1,356,155	D	
Class A Common Stock	05/01/2012		S	3,850 (1)	D	\$ 98.18 (3)	1,352,305	D	
Class A Common Stock	05/01/2012		S	7,381 (1)	D	\$ 98.84 (4)	1,344,924	D	
Class A Common	05/02/2012		S	2,077 (1)	D	\$ 98.46 (5)	1,342,847	D	

Stock								
Class A Common Stock	05/02/2012	S	1,000 (1)	D	\$ 99.11 (6)	1,341,847	D	
Class A Common Stock	05/02/2012	S	6,692 (1)	D	\$ 100.58 <u>(7)</u>	1,335,155	D	
Class A Common Stock	05/02/2012	S	2,231 (1)	D	\$ 101.26 (8)	1,332,924	D	
Class A Common Stock	05/03/2012	S	5,231 (1)	D	\$ 99.52 (9)	1,327,693	D	
Class A Common Stock	05/03/2012	S	6,461 (1)	D	\$ 100.63 (10)	1,321,232	D	
Class A Common Stock	05/03/2012	S	308 (1)	D	\$ 101.67 (11)	1,320,924	D	
Class A Common Stock	05/01/2012	S	400 (1)	D	\$ 97.72 (12)	51,190	I	By Annuity Trust
Class A Common Stock	05/01/2012	S	2,647 (1)	D	\$ 98.66 (13)	48,543	I	By Annuity Trust
Class A Common Stock	05/01/2012	S	200 (1)	D	\$ 99.26 (14)	48,343	I	By Annuity Trust
Class A Common Stock	05/02/2012	S	600 (1)	D	\$ 98.69 (15)	47,743	I	By Annuity Trust
Class A Common Stock	05/02/2012	S	2,147 (1)	D	\$ 100.64 (16)	45,596	I	By Annuity Trust
Class A Common Stock	05/02/2012	S	500 (1)	D	\$ 101.31 (17)	45,096	I	By Annuity Trust
Class A Common Stock	05/03/2012	S	1,547 (1)	D	\$ 99.49 (18)	43,549	I	By Annuity Trust
Class A Common Stock	05/03/2012	S	1,500 (1)	D	\$ 100.64 (19)	42,049	I	By Annuity Trust

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Class A Common Stock	05/03/2012	S	200 (1)	D	\$ 101.36 (20)	41,849	I	By Annuity Trust
Class A Common Stock	05/01/2012	S	154 (1)	D	\$ 97.12 (2)	493,692	I	By JSDM Family LLC
Class A Common Stock	05/01/2012	S	770 (1)	D	\$ 98.18 (3)	492,922	I	By JSDM Family LLC
Class A Common Stock	05/01/2012	S	1,476 (1)	D	\$ 98.84 (4)	491,446	I	By JSDM Family LLC
Class A Common Stock	05/02/2012	S	415 (1)	D	\$ 98.46 (5)	491,031	I	By JSDM Family LLC
Class A Common Stock	05/02/2012	S	200 (1)	D	\$ 99.11 (6)	490,831	I	By JSDM Family LLC
Class A Common Stock	05/02/2012	S	1,339 (1)	D	\$ 100.58 (7)	489,492	I	By JSDM Family LLC
Class A Common Stock	05/02/2012	S	446 (1)	D	\$ 101.26 (8)	489,046	I	By JSDM Family LLC
Class A Common Stock	05/03/2012	S	1,046 (1)	D	\$ 99.52 (9)	488,000	I	By JSDM Family LLC
Class A Common Stock	05/03/2012	S	1,292 (1)	D	\$ 100.63 (10)	486,708	I	By JSDM Family LLC
Class A Common Stock	05/03/2012	S	62 (1)	D	\$ 101.67 (11)	486,646	I	By JSDM Family LLC
Class A Common Stock						100,000	I	JS DM II LLC

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amou	ınt of	Derivative	Ι
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	E
	Derivative				Securities			(Instr.	. 3 and 4)		(
	Security				Acquired						F
	·				(A) or						F
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: .1	or		
						Exercisable	Date	Title	Number		
				G 1 1	. (A) (B)				of		
				Code V	I (A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Plank J Scott			EVP of					
1020 HULL STREET			Business					
BALTIMORE, MD 21230			Development					

# **Signatures**

By: /s/ John P. Stanton, Attorney in Fact For: J. Scott Plank 05/03/2012

\*\*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.
- This transaction was executed in multiple trades at prices ranging from \$96.51 to \$97.40. 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 \$97.53 to \$98.51. 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 \$98.55 to \$99.34. 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 \$97.91 to \$98.75. 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 \$98.94 to \$99.36. 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.
- (7) This transaction was executed in multiple trades at prices ranging from \$100.00 to \$100.99. 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

Reporting Owners 4

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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 \$101.00 to \$101.59. 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 \$99.10 to \$100.06. 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 \$100.14 to \$101.12. 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 \$101.57 to \$101.76. 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 \$97.05 to \$98.02. The price reported above reflects the weighted (12) 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 \$98.18 to \$99.13. 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 \$99.18 to \$99.33. The price reported above reflects the weighted (14) 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 \$98.08 to \$99.24. The price reported above reflects the weighted (15) 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 \$100.14 to \$101.09. 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 \$101.17 to \$101.45. 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 \$99.11 to \$100.08. 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 \$100.16 to \$101.08. 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 \$101.29 to \$101.43. The price reported above reflects the (20) 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.

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.