

Under Armour, Inc.  
Form 8-K  
June 16, 2016

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): June 16, 2016

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UNDER ARMOUR, INC.

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Maryland                                      001-33202      52-1990078  
(State or other jurisdiction of      (Commission (I.R.S. Employer  
incorporation or organization)      File Number)      Identification No.)

1020 Hull Street, Baltimore, Maryland      21230  
(Address of principal executive offices)      (Zip Code)  
Registrant's telephone number, including area code: (410) 454-6428  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

On June 16, 2016, Under Armour, Inc. (the “Company”) issued a press release announcing the final distribution ratio for its upcoming \$59 million dividend to holders of the Company’s Class C non-voting common stock in satisfaction of the previously announced settlement agreement entered into by the Company in connection with shareholder litigation related to the creation of the Class C stock. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 99.1: Under Armour, Inc. press release dated June 16, 2016 announcing final ratio for Class C stock dividend related to settlement.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNDER ARMOUR, INC.

Date: June 16, 2016 By: /s/ John P. Stanton

John P. Stanton

Senior Vice President, General Counsel & Secretary