Under Armour, Inc. Form 8-K June 19, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

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 17, 2009

UNDER ARMOUR, INC.

(Exact name of registrant as specified in its charter)

Maryland (State or other jurisdiction of

001-33202 (Commission File Number) 52-1990078 (I.R.S. Employer

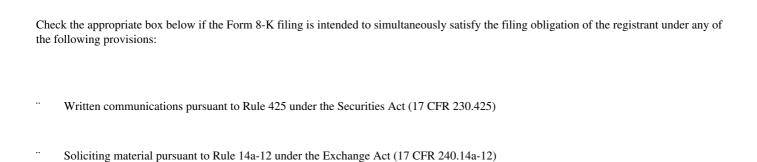
incorporation or organization)

Identification No.)

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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)



- " 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))

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Item 3.02 Unregistered Sales of Equity Securities.

From March 19, 2009 through June 17, 2009, Under Armour, Inc. (the Company) issued 399,034 shares of Class A Common Stock upon the exercise of previously granted stock options to employees at a weighted average exercise price of \$4.77 per share, for an aggregate amount of consideration of \$1,902,283.

The issuances of securities described above were made in reliance upon Section 4(2) under the Securities Act in that any issuance did not involve a public offering or under Rule 701 promulgated under the Securities Act, in that they were offered and sold either pursuant to written compensatory plans or pursuant to a written contract relating to compensation, as provided by Rule 701.

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 19, 2009 By: /s/ BRAD DICKERSON

Brad Dickerson

Chief Financial Officer