

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On May 3, 2016, Under Armour, Inc. (the “Company”) announced that Chief Digital Officer Robin Thurston is leaving the Company. Mr. Thurston was a named executive officer of the Company for the fiscal year ended December 31, 2015. In connection with his departure, Mr. Thurston will receive certain payments previously disclosed in the Company’s Proxy Statement for its 2016 annual meeting of stockholders, filed with the Securities and Exchange Commission on March 11, 2016. His last day with the Company will be on July 1, 2016. The Company also announced that Michael Lee, currently Senior Vice President, North American Digital, will be assuming the responsibilities of Chief Digital Officer.

Item 8.01. Other Events.

On May 3, 2016, the Company also announced that Chief Merchandising Officer Henry Stafford has resigned from the Company, and will remain with the Company until July 2016.

A copy of the press release announcing Mr. Stafford and Mr. Thurston’s departure is attached as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Exhibit |
|-------------|---|
| 99.1 | Under Armour, Inc. press release dated May 3, 2016. |

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: May 3, 2016 By: /s/ JOHN P.
STANTON
John P.
Stanton
Senior Vice
President,
General
Counsel &
Secretary