



Item 8.01. Other Events.

On June 3, 2016, Under Armour, Inc. (the "Company") issued a press release announcing that the Board of Directors of the Company has approved the payment of a \$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 3, 2016 announcing Class C stock dividend related to settlement.

---

**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 3, 2016 By: /s/ John P. Stanton

John P. Stanton

Senior Vice President, General Counsel & Secretary