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November 17, 2008

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Via Certified Mail
Return Receipt Requested

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, DC 20210

Re: Statement Required Under Department of Labor Regulations Section 2520.104-23 (Top Hat Filing)

Dear Sir or Madam:

The attached statement is being filed pursuant to DOL Regulation 2520.104-23. Please contact the undersigned if you have any questions regarding this filing.

Very truly yours,



Howard J. Levine

HJL:tmj

Enc:

cc: Linda Gaudie
Dawn Sellstrom

NOV 18 2008 11:30

**STATEMENT REQUIRED UNDER DEPARTMENT OF LABOR
REGULATIONS SECTION 2520.104-23
(TOP HAT FILING)**

The Employer named below maintains plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

Name of Employer:

Ulta Salon, Cosmetics & Fragrance, Inc.

Address of Employer:

1000 Remington Boulevard
Bolingbrook, IL 60440

Employer's Employer Identification Number (EIN):

36-3685240

Number of Such Plans:

1

Name of Plan:

Ulta Salon, Cosmetics & Fragrance, Inc.
Nonqualified Deferred Compensation Plan

Effective Date of Plan:

January 1, 2009

Approximate Number of Employees Participating in Plan:

115

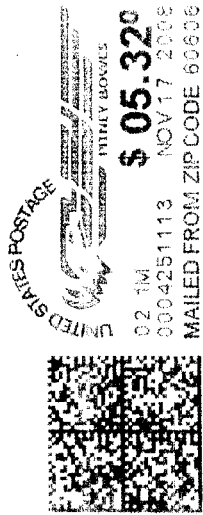
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