



## Edgar Filing: ULTIMATE SOFTWARE GROUP INC - Form SC 13G/A

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
5.09%
12. TYPE OF REPORTING PERSON  
IA

Item 1(a) Name of issuer:

Ultimate Software Group Inc.

Item 1(b) Address of issuer's principal executive offices:

2000 Ultimate Way, Weston, FL 33326

Item 2(a) Name of persons filing:

Riverbridge Partners LLC

Item 2(b) Address or principal business office or, if none, residence:

801 Nicollet Mall, Suite 600, Minneapolis, MN 55402

Item 2(c) Citizenship:

Minnesota Corporation

Item 2(d) Title of class of securities:

Common Stock

Item 2(e) CUSIP No.:

90385D107

Item 3 If this statement is filed pursuant to rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is an:

Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940.

Item 4 Ownership

(a) Amount beneficially owned:

1,324,431 shares of common stock

(b) Percent of class:

5.09% of total shares of common stock outstanding

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

990,341

(ii) Shared power to vote or to direct the vote

N/A

(iii) Sole power to dispose or to direct the disposition

1,324,431

(iv) Shared power to dispose or to direct the disposition

N/A

Item 5 Ownership of Five Percent or Less of a Class.

N/A

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

N/A

Item 8 Identification and Classification of Members of the Group.

N/A

Item 9 Notice of Dissolution of Group.

N/A

Item 10 Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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Dated: February 6, 2012

Mark A. Thompson

Mark A. Thompson/Chief Investment Officer