

Day Christine McCormick  
 Form 4  
 October 01, 2012

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Day Christine McCormick

(Last) (First) (Middle)

C/O LULULEMON ATHLETICA INC., 400 - 1818 CORNWALL AVENUE

(Street)

VANCOUVER, A1 V6J 1C7

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 lululemon athletica inc. [LULU]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 09/11/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price (A) or (D)  |  |                                   |
| Common Stock                    | 09/24/2012                           |  | M                              |   | 28,474 A \$ 11.01   | 36,706   | D                                 |
| Common Stock                    | 09/24/2012                           |  | S                              |   | 28,474 D \$ 74.57 (1)   | 35,232   | D                                 |
| Common Stock                    | 09/25/2012                           |  | M                              |   | 13,194 A \$ 11.01   | 48,426   | D                                 |
| Common Stock                    | 09/25/2012                           |  | S                              |   | 13,194 D \$ 74.25   | 35,232   | D                                 |
|                                 | 09/25/2012                           |  | M                              |   | 41,668 A  | 76,900   | D                                 |

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|              |            |  |   |        |       |     |       |        |   |
|--------------|------------|--|---|--------|-------|-----|-------|--------|---|
| Common Stock |            |  |   |        | \$    |     |       |        |   |
|              |            |  |   |        | 9.455 |     |       |        |   |
| Common Stock | 09/25/2012 |  | S | 41,668 | D     | \$  | 74.64 | 35,232 | D |
|              |            |  |   |        |       | (2) |       |        |   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Stock Option (Right to Buy)                | \$ 76.49   | 09/11/2012                           |  | A                              | 9,200   | (3) 09/11/2019   | Common Stock 9,200  |
| Stock Option (Right to Buy)                | \$ 11.01   | 09/24/2012                           |  | M                              | 28,474  | (4) 08/01/2018   | Common Stock 28,474   |
| Stock Option (Right to Buy)                | \$ 11.01   | 09/25/2012                           |  | M                              | 13,194  | (4) 08/01/2018   | Common Stock 13,194   |
| Stock Option (Right to Buy)                | \$ 9.455   | 09/25/2012                           |  | M                              | 41,668  | (5) 09/02/2018   | Common Stock 41,668   |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |                         |       |
|--------------------------------|---------------|-----------|-------------------------|-------|
|                                | Director      | 10% Owner | Officer                 | Other |
|                                | X             |           | Chief Executive Officer |       |

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VANCOUVER, A1 V6J 1C7

## Signatures

Christine M. Day, by David Negus,  
Attorney-in-Fact

10/01/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
  - Represents a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$74.50 to \$74.75 inclusive.
- (1) For all transactions reported in this Form 4 utilizing a weighted-average price, the reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
  - Represents a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$74.50 to \$75.00 inclusive.
- (2) For all transactions reported in this Form 4 utilizing a weighted-average price, the reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (3) These options shall vest as to 25% on each of September 11, 2013, September 11, 2014, September 11, 2015 and September 11, 2016.
- (4) These options vested as to 25% per year on each of August 1, 2009, August 1, 2010, August 1, 2011 and August 1, 2012.
- (5) These options vested as to 25% per year on each of September 2, 2009, September 2, 2010, September 2, 2011 and September 2, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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