

Wilson Dennis J.
Form 4
March 01, 2012

FORM 4

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

OMB APPROVAL

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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 *
Wilson Dennis J.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
400 - 1818 CORNWALL AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2012

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

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

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

VANCOUVER, A1 V6J 1C7

(City) (State) (Zip)

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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/28/2012		C ⁽¹⁾		30,500	A	<u>(2)</u> 30,901
Common Stock	02/28/2012		S ⁽³⁾		30,500	D	\$ 67.7574 <u>(4)</u> 401
Common Stock	02/29/2012		C ⁽¹⁾		18,100	A	<u>(2)</u> 18,501
Common Stock	02/29/2012		S ⁽³⁾		18,015	D	\$ 68.0037 <u>(5)</u> 486
Common Stock	02/29/2012		S ⁽³⁾		85	D	\$ 67.33 401

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Stock								
Common Stock	03/01/2012	C ⁽¹⁾	256,900	A	<u>(2)</u>	257,301	D	
Common Stock	03/01/2012	S ⁽³⁾	81,500	D	\$ <u>(6)</u>	68.4963 175,801	D	
Common Stock	03/01/2012	S ⁽³⁾	100,400	D	\$ <u>(7)</u>	69.4089 75,401	D	
Common Stock	03/01/2012	S ⁽³⁾	75,000	D	\$ <u>(8)</u>	70.3596 401	D	
Common Stock						10,328,858	I	By LIPO Investments (USA) Inc.

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 Number Shares
Exchangeable Shares of Lulu Canadian Holding, Inc.	<u>(2)</u>	02/28/2012		C ⁽⁹⁾	30,500	<u>(10)</u> <u>(11)</u>	Common Stock 30,500
Exchangeable Shares of Lulu Canadian Holding, Inc.	<u>(2)</u>	02/29/2012		C ⁽⁹⁾	18,100	<u>(10)</u> <u>(11)</u>	Common Stock 18,100
Exchangeable Shares of Lulu Canadian Holding, Inc.	<u>(2)</u>	03/01/2012		C ⁽⁹⁾	256,900	<u>(10)</u> <u>(11)</u>	Common Stock 256,900

