

Day Christine McCormick
 Form 4
 March 23, 2011

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 *
 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)
 03/21/2011

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				(A) or (D)	Price
Common Stock	03/21/2011		M			53,750	A	\$ 33.66	71,366	D	
Common Stock	03/21/2011		S			53,750	D	\$ 76.4198 (1)	17,616	D	
Common Stock	03/21/2011		M			40,000	A	\$ 33.66	57,616	D	
Common Stock	03/21/2011		S			40,000	D	\$ 75.7287 (2)	17,616	D	

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Common Stock	03/21/2011	M	41,666	A	\$ 18.91	59,282	D
Common Stock	03/21/2011	S	41,666	D	\$ <u>(3)</u>	17,616	D
Common Stock	03/21/2011	M	20,000	A	\$ 23.74	37,616	D
Common Stock	03/21/2011	S	20,000	D	\$ 76.1804	17,616	D
Common Stock	03/21/2011	M	21,667	A	\$ 23.74	39,283	D
Common Stock	03/21/2011	S	21,667	D	\$ 75.8362	17,616	D

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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 33.66	03/21/2011		M	93,750	<u>(4)</u> 01/18/2018	Common Stock	93,750
Stock Option (Right to Buy)	\$ 18.91	03/21/2011		M	41,666	<u>(5)</u> 09/02/2018	Common Stock	41,666
Stock Option (Right to Buy)	\$ 23.74	03/21/2011		M	41,667	<u>(6)</u> 10/01/2018	Common Stock	41,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Day Christine McCormick C/O LULULEMON ATHLETICA INC. 400 - 1818 CORNWALL AVENUE VANCOUVER, A1 V6J 1C7	X		Chief Executive Officer	

Signatures

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

03/23/2011

__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).
- (1) Represents a weighted-average price. These shares were sold in multiple transactions at prices ranging from 76.2663 to 76.5108, inclusive. 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.
- (2) Represents a weighted-average price. These shares were sold in multiple transactions at prices ranging from 75.6288 to 75.8286, inclusive. 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) Represents a weighted-average price. These shares were sold in multiple transactions at prices ranging from 75.5904 to 75.6135, inclusive. 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.
- (4) These options vested as to 25% on January 7, 2009, January 7, 2010 and January 7, 2011 and shall vest as to 25% on January 7, 2012.
- (5) These options vested as to 25% on September 2, 2009, September 2, 2010 and September 2, 2011, and shall vest as to 25% on September 2, 2012.
- (6) These options vested as to 25% on October 1, 2009, October 1, 2010 and October 1, 2011, and shall vest as to 25% on October 1, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.