

MORFITT MARTHA A M
Form 4
April 09, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MORFITT MARTHA A M

(Last) (First) (Middle)

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

(Street)

VANCOUVER, A1 V6J1C7

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/05/2013

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)

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(A) or Disposed of (D) Code (Instr. 8)	4. Securities Acquired 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/05/2013		M	5,890	A \$ 3.565 59,924	D	
Common Stock	04/05/2013		M	5,308	A \$ 6.915 65,232	D	
Common Stock	04/05/2013		M	1,904	A \$ 21.215 67,136	D	
Common Stock	04/05/2013		M	1,214	A \$ 45.75 68,350	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
				Code	V	(A)	(D)	
Stock Option (Right to Buy)	\$ 3.565	04/05/2013		M		(1)	12/15/2018	Common Stock 5,890
Stock Option (Right to Buy)	\$ 6.915	04/05/2013		M		(2)	06/15/2016	Common Stock 5,308
Stock Option (Right to Buy)	\$ 21.215	04/05/2013		M		(3)	06/14/2017	Common Stock 1,904
Stock Option (Right to Buy)	\$ 45.75	04/05/2013		M		(4)	06/14/2018	Common Stock 1,214

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MORFITT MARTHA A M C/O LULULEMON ATHLETICA INC. 400 - 1818 CORNWALL AVENUE VANCOUVER, A1 V6J1C7	X

Signatures

/s/ Martha A.M. Morfitt, by David Negus,
Attorney-in-Fact

04/09/2013

__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) These options vested as to 25% on each of December 15, 2009, December 15, 2010, December 15, 2011, and December 15, 2012.
- (2) These options vested as to 25% on each of June 15, 2010, June 15, 2011, June 15, 2012 and June 15, 2013.
- (3) These options vested as to 25% on each of June 14, 2011, June 14, 2012, June 14, 2013 and June 14, 2014.
- (4) These options vested as to 100% on June 14, 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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