lululemon athletica inc.

Form 3 July 26, 2007

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: January 31, 2005

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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 *

(Last)

Pitcher Rhoda M.

(First)

(Middle)

Statement

(Month/Day/Year)

07/26/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol lululemon athletica inc. [LULU]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

860 NE 23RD PLACE (Check all applicable)

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

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

CLYDE HILL, WAÂ 98004

(Street)

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities

Beneficially Owned (Instr. 4)

(I) (Instr. 5)

Table I - Non-Derivative Securities Beneficially Owned

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

Securities Underlying Derivative Security (Instr. 4)

3. Title and Amount of

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Exercisable Date

Amount or Title Number of Shares

Security Direct (D) or Indirect (I) (Instr. 5)

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Series A Preferred Stock	(2)	(3)	Common Stock	69,361	\$ <u>(1)</u>	D	Â
Stock Option (Right to Buy)	(4)	01/26/2016	Common Stock	10,078 (5)	\$ 0.49 (5)	D	Â
Stock Option (Right to Buy)	(4)	01/26/2016	Common Stock	45,903 (6)	\$ 0.6 (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
1 0	Director	10% Owner	Officer	Othe	
Pitcher Rhoda M. 860 NE 23RD PLACE CLYDE HILL, WA 98004	ÂX	Â	Â	Â	

Signatures

/s/ Rhoda M.
Pitcher

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 securities will be exchanged for common stock of the Issuer on the effective date of the Issuer's initial public offering in a corporate reorganization.
- (2) Immediately exercisable.
- (3) No expiration date.
- (4) These options are 25% vested as of the date hereof and will vest 25% per year on each of January 27, 2008, January 27, 2009 and January 27, 2010.
- Ms. Pitcher has an option to purchase 23,500 shares of common stock of the Issuer's subsidiary, Lululemon Athletica USA Inc., at an exercise price of \$0.21 per share. The option will be exchanged in the Issuer's corporate reorganization for an option to purchase the number of shares of the Issuer's common stock shown in the table, at the exercise price shown in the table.
- Ms. Pitcher has an option to purchase 23,500 shares of common stock of the Issuer's subsidiary, Lululemon Athletica, Inc., at an exercise (6) price of \$1.18 per share. The option will be exchanged in the Issuer's corporate reorganization for an option to purchase the number of shares of the Issuer's common stock shown in the table, at the exercise price shown in the table.

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.

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