lululemon athletica inc.

Form 4 June 16, 2008

FORM 4

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

OMB Number:

Check this box if no longer subject to

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

3235-0287 January 31, Expires: 2005

10% Owner

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response...

Estimated average

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Advent Partners GPE V A Ltd Partnership

(Middle)

(Zip)

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

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

06/12/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director

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

C/O ADVENT INTERNATIONAL **CORPORATION. 75 STATE** STREET, 29TH FLOOR

(State)

(First)

(Street) 4. If Amendment, Date Original

Officer (give title __X_ Other (specify below) below) Member of Group >10%

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

BOSTON, MA 02109

(City)

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Γransaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)			ities A sed of 4 and		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	06/12/2008		S	3,078	D	\$ 28.0664	16,006	D	
Common Stock	06/13/2008		S	2,672	D	\$ 27.6465	13,334	D	
Common Stock	06/16/2008		S	3,694	D	\$ 28.329	9,640	D	

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not required to respond unless the form

(9-02)

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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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title Amou Under Securi (Instr.	unt of erlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	, ,	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Advent Partners GPE V A Ltd Partnership C/O ADVENT INTERNATIONAL CORPORATION 75 STATE STREET, 29TH FLOOR BOSTON, MA 02109

Member of Group >10%

Signatures

/s/ Jarlyth H. Gibson, Assistant Compliance Officer

**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).

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.

06/16/2008

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