Wilson Dennis J.
Form 4
February 14, 2018

FORM 4

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

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

OMB APPROVAL
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Wilson Dennis J.

(Last) (First) (Middle)

21 WATER STREET, SUITE 600

(Street)

VANCOUVER, A1 V6B 1A1

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								3,852 (6)	D	
Common Stock	02/12/2018		S		223,971	D	$ 76.98 (1)	10,104,887	I	By LIPO Investments (USA) Inc
Common Stock	02/12/2018		S		498,163	D	$ 77.69 (2)	9,606,724	I	By LIPO Investments (USA) Inc
Common Stock	02/13/2018		S		827,866	D	$ 77.25 (3)	8,778,858	I	By LIPO Investments (USA) Inc

Common Stock	02/14/2018	S	1,200,000	D	$ 75.92	7,578,858	I	By LIPO Investments (USA) Inc

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

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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 or Number of Shares
Exchangeable Shares of Lulu Canadian Holding, Inc.	$ 0							[4]	[5]	Common Stock	9,415,677
Exchangeable Shares of Lulu Canadian Holding, Inc.	$ 0							[4]	[5]	Common Stock	268,984
Exchangeable Shares of Lulu Canadian Holding, Inc.	$ 0							[4]	[5]	Common Stock	91,760

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wilson Dennis J. 21 WATER STREET, SUITE 600 VANCOUVER, A1 V6B 1A1		X		

Signatures

/s/ Dennis J. Wilson	02/14/2018
**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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $76.80 to $77.33, inclusive. The reporting person undertakes to provide to lululemon athletica inc., any security holder of lululemon athletica inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $77.34 to $78.33, inclusive. The reporting person undertakes to provide to lululemon athletica inc., any security holder of lululemon athletica inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $76.95 to $77.57, inclusive. The reporting person undertakes to provide to lululemon athletica inc., any security holder of lululemon athletica inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) to this Form 4.

(4) Immediately exchangeable for shares of lululemon common stock on a 1-to-1 ratio.

(5) No expiration date.

(6) Reflects forfeiture of restricted stock award for 3,268 shares granted June 16, 2014 that was forfeited upon Mr. Wilson ceasing to be a director of lululemon athletica inc. as of February 2, 2015.

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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