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# LULULEMON ATHLETICA INC.

Reported by

## ADVENT PARTNERS GPE V L P

# FORM 3/A

(Amended Statement of Beneficial Ownership)

Filed 10/25/07 for the Period Ending 07/26/07

| | |
|---|---|
| Telephone | 604-732-6124 |
| CIK | 0001397187 |
| Symbol | LULU |
| Fiscal Year | 01/31 |

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# FORM 3

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

OMB APPROVAL
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## INITIAL STATEMENT OF 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

| 1. Name and Address of Reporting Person * | 2. Date of Event Requiring Statement (MM/DD/YYYY) | 3. Issuer Name **and** Ticker or Trading Symbol |
|---|---|---|
| **Advent Partners GPE V L P** | **7/26/2007** | **lululemon athletica inc. [LULU]** |
| (Last) (First) (Middle)<br>**C/O ADVENT INTERNATIONAL CORPORATION, 75 STATE STREET, 29TH FLOOR** | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>_____ Director _____ 10% Owner<br>_____ Officer (give title below) ___ **X** ___ Other (specify below)<br>**/ Member of Group >10%** | |
| (Street)<br>**BOSTON, MA 02109**<br>(City) (State) (Zip) | 5. If Amendment, Date Original Filed (MM/DD/YYYY)<br>**7/26/2007** | 6. Individual or Joint/Group Filing (Check Applicable Line)<br>_ **X** _ Form filed by One Reporting Person<br>___ Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1.Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|

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

| 1. Title of Derivate Security (Instr. 4) | 2. Date Exercisable and Expiration Date (MM/DD/YYYY) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|---|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| **Series A Preferred Stock** (1) | (2) | (3) | **Common Stock** | **115137** | (1) | **D** | |

**Explanation of Responses:**

**( 1)** These securities will be exchanged for shares of 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.

**Remarks:**

As of the original filing date of the Form 3, the Reporting Person had a contractual right to designate members of the

Issuer's Board of Directors, and was thus a director by deputization.

**Reporting Owners**

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| **Advent Partners GPE V L P**<br>**C/O ADVENT INTERNATIONAL CORPORATION**<br><br>**75 STATE STREET, 29TH FLOOR**<br>**BOSTON, MA 02109** | | | | **Member of Group >10%** |

**Signatures**

**/s/ Jarlyth H. Gibson, Assistant Compliance Officer** — **10/25/2007**

** Signature of Reporting Person — Date

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

***** 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.