

Advent Partners GPE VII-A Limited Partnership  
 Form 3  
 August 18, 2014

**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

(Print or Type Responses)

|   |         |                                      |   |  |
|---|---------|--------------------------------------|---|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol  |  |
| Â ADVENT INTERNATIONAL CORP/MA            |         | (Month/Day/Year)                     | lululemon athletica inc. [LULU]   |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer  |  |
| 75 STATE STREET, 29TH FLOOR,Â             |         |                                      | (Check all applicable)  |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  |
| BOSTON,Â MAÂ 02109                        |         |                                      | 5. If Amendment, Date Original Filed(Month/Day/Year)  |  |
| (City)                                    | (State) | (Zip)                                | 6. Individual or Joint/Group Filing(Check Applicable Line)  |  |
|   |         |                                      | <input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> 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) |
|---------------------------------|---|--|---|
| Common Stock                    | 20,105,279 <u>(1)</u> <u>(2)</u> <u>(3)</u>           | I <u>(1)</u> <u>(2)</u> <u>(3)</u>                       | See Notes <u>(1)</u> <u>(2)</u> <u>(3)</u>            |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

**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) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

| Date<br>Exercisable | Expiration<br>Date | Title | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|-------|----------------------------------|----------|--|
|---------------------|--------------------|-------|----------------------------------|----------|--|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| ADVENT INTERNATIONAL CORP/MA<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109  | ^             | ^ X       | ^       | ^     |
| Advent International GPE VII-H Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109        | ^             | ^ X       | ^       | ^     |
| Advent Partners GPE VII 2014 Cayman Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109   | ^             | ^ X       | ^       | ^     |
| Advent Partners GPE VII 2014 Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109          | ^             | ^ X       | ^       | ^     |
| Advent Partners GPE VII Cayman Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109        | ^             | ^ X       | ^       | ^     |
| Advent Partners GPE VII Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109               | ^             | ^ X       | ^       | ^     |
| Advent Partners GPE VII-A 2014 Cayman Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109 | ^             | ^ X       | ^       | ^     |
| Advent Partners GPE VII-A 2014 Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109        | ^             | ^ X       | ^       | ^     |
| Advent Partners GPE VII-A Cayman Limited Partnership<br>C/O ADVENT INTERNATIONAL CORPORATION<br>75 STATE STREET, 29TH FLOOR<br>BOSTON, MA 02109      | ^             | ^ X       | ^       | ^     |
|  | ^             | ^ X       | ^       | ^     |

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

## Signatures

See Exhibit 99.1                      08/18/2014

\_\_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) Advent Puma Acquisition Limited ("APAL") will directly own 20,105,279 shares of Common Stock of the Issuer following the consummation of the purchase contemplated by the Stock Purchase Agreement, dated August 7, 2014, entered into with Dennis J. Wilson and certain of his affiliates. Upon consummation of such purchase, the Advent Funds (as defined below) will jointly own APAL. APAL, together with Advent International Corporation ("AIC") and the Advent Funds are referred to herein as the "Reporting Persons." The shares directly owned by APAL may be deemed indirectly owned by the other Reporting Persons; however, each Reporting Person disclaims beneficial ownership of these securities except to the extent of its respective pecuniary interest therein, if any, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

(2) AIC is the Manager of Advent International GPE VII, LLC ("AIGPE VII LLC") which in turn is the General Partner of the following entities (together with AIGPE VII LLC, the "Advent VII Funds"): Advent Partners GPE VII Limited Partnership; Advent Partners GPE VII Cayman Limited Partnership; Advent Partners GPE VII-A Limited Partnership; Advent Partners GPE VII-A Cayman Limited Partnership; Advent Partners GPE VII-B Cayman Limited Partnership; Advent Partners GPE VII 2014 Limited Partnership; Advent Partners GPE VII 2014 Cayman Limited Partnership; Advent Partners GPE VII-A 2014 Limited Partnership; Advent Partners GPE VII-A 2014 Cayman Limited Partnership; GPE VII GP (Delaware) Limited Partnership ("GPEVII GP (Del)"); and GPE VII GP Limited Partnership ("GPEVII GP").

(3) GPEVII GP (Del) is the General Partner of the following entities (together, the "Advent Del Funds"): Advent International GPE VII Limited Partnership; Advent International GPE VII-B Limited Partnership; Advent International GPE VII-C Limited Partnership; Advent International GPE VII-D Limited Partnership; Advent International GPE VII-F Limited Partnership; and Advent International GPE VII-G Limited Partnership. GPEVII GP is the General Partner of the following entities (the "GPE VII GP Funds" and together with the Advent VII Funds and the Advent Del Funds, the "Advent Funds"): Advent International GPE VII-A Limited Partnership; Advent International GPE VII-E Limited Partnership; and Advent International GPE VII-H Limited Partnership.

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### Remarks:

This Form 3 is the second of three Form 3's being filed relating to the same event. The Form

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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