

lululemon athletica inc.
Form 8-K/A
October 26, 2011

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

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 8, 2011

lululemon athletica inc.
(Exact name of registrant as specified in its charter)

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| Delaware (State or other Jurisdiction of Incorporation) | 001-33608 (Commission File Number) | 20-3842867 (IRS Employer Identification No.) |
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**1818 Cornwall Avenue
Vancouver, British Columbia
Canada,**

(Address of Principal Executive Offices)

V6J 1C7
(Zip Code)

Registrant's telephone number, including area code: **(604) 732-6124**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

EXPLANATORY NOTE

On June 9, 2011, lululemon athletica inc. (the Company) filed a Current Report on Form 8-K (the Original Report) to report on the voting results of its annual meeting of stockholders held on June 8, 2011 (the Annual Meeting), including, among other matters, the results of the advisory vote of stockholders regarding the frequency of advisory stockholder votes on the compensation of the Company s executives (a Say-On-Pay Vote). This Form 8-K/A is being filed as an amendment to the Original Report to disclose the decision of the Board of Directors (the Board) as to how frequently the Company will hold a Say-On-Pay Vote.

Item 5.07 Submission Of Matters To A Vote Of Security Holders

In a Say-On-Pay Vote held at the 2011 Annual Meeting, stockholders voted in favor of holding Say-On-Pay Votes on a triennial basis. Accordingly, in light of this result and other factors considered by the Board, the Board has determined that the Company will hold Say-On-Pay Votes on a triennial basis until the next required vote on the frequency of such Say-On-Pay Votes.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

lululemon athletica inc.

Dated: October 25, 2011

/s/ John E. Currie

John E. Currie
Chief Financial Officer