

McDonough Krista A
Form 4
June 12, 2018

FORM 4

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

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
McDonough Krista A

(Last) (First) (Middle)

33 KINGSWAY

(Street)

LONDON, X0 WC2B 6UF

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Michael Kors Holdings Ltd [KORS]

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

06/11/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

SVP, General Counsel

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)
Ordinary shares, no par value	06/11/2018		M	12,100	A \$ 20	15,164	D
Ordinary shares, no par value	06/11/2018		S	12,100	D \$ (1) 65.6659	3,064	D

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

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SEC 1474
(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)	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
Employee share option (right to buy)	\$ 20	06/11/2018		M	12,100	<u>(2)</u>	12/14/2018	Ordinary shares, no par value	12,100
Restricted share units	\$ 0					<u>(3)</u>	<u>(4)</u>	Ordinary shares, no par value	4,467 <u>(5)</u>
Restricted share units	\$ 0					<u>(6)</u>	<u>(4)</u>	Ordinary shares, no par value	1,327 <u>(5)</u>
Restricted share units	\$ 0					<u>(7)</u>	<u>(4)</u>	Ordinary shares, no par value	1,879 <u>(5)</u>
Employee share option (right to buy)	\$ 34.68					<u>(8)</u>	06/15/2024	Ordinary shares, no par value	6,885
Restricted share units	\$ 0					<u>(8)</u>	<u>(4)</u>	Ordinary shares, no par value	4,614 <u>(5)</u>
Employee share option (right to buy)	\$ 62.24					<u>(2)</u>	06/03/2020	Ordinary shares, no par value	2,507
Employee share option	\$ 94.45					<u>(2)</u>	06/02/2021	Ordinary shares, no par	1,063

(right to
buy)

value

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McDonough Krista A 33 KINGSWAY LONDON, X0 WC2B 6UF			SVP, General Counsel	

Signatures

/s/ Krista A.
McDonough

06/12/2018

****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).

The sale price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$65.64 to \$65.785. Upon request of the staff of the U.S. Securities and Exchange Commission, the Company or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold at each separate price.

(2) Immediately exercisable.

Granted on November 1, 2016 pursuant to the Michael Kors Holdings Limited Amended and Restated Incentive Plan (the "Incentive Plan"). These securities vest 25% each year on November 1, 2017, 2018, 2019, and 2020, respectively, subject to grantee's continued employment with the Company through the vesting date unless the grantee is retirement eligible.

(4) The RSUs do not expire.

(5) Settlement of this award will be satisfied through the issuance of one ordinary share for each vested RSU.

Granted on June 15, 2015 pursuant to the Incentive Plan. 50% of these securities are immediately exercisable. The remaining unvested securities will vest 25% each year on June 15, 2018, and 2019, respectively, subject to grantee's continued employment with the Company through the vesting date.

Granted on June 15, 2016 pursuant to the Incentive Plan. These securities vest 25% each year on June 15, 2017, 2018, 2019, and 2020, respectively, subject to grantee's continued employment with the Company through the vesting date unless the grantee is retirement eligible.

Granted on June 15, 2017 pursuant to the Incentive Plan. These securities vest 25% each year on June 15, 2018, 2019, 2020, and 2021, respectively, subject to grantee's continued employment with the Company through the vesting date unless the grantee is retirement eligible.

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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