

Robinson Cathy Marie
Form 4
June 19, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Robinson Cathy Marie

2. Issuer Name and Ticker or Trading Symbol

Michael Kors Holdings Ltd [KORS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SVP, Corp Str & Ch Ops Off

(Last) (First) (Middle)
33 KINGSWAY

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/15/2018

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

LONDON, X0 WC2B 6UF

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Ordinary shares, no par value	06/15/2018		M		1,274 (1) \$ 0	D	
Ordinary shares, no par value	06/15/2018		F		438 (2) \$ 67.52	D	
Ordinary shares, no par value	06/15/2018		M		1,003 (1) \$ 0	D	
Ordinary shares, no par value	06/15/2018		F		345 (2) \$ 67.52	D	

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par value							
Ordinary shares, no par value	06/15/2018	M	<u>4,326</u> ⁽¹⁾	A	\$ 0	24,659	D
Ordinary shares, no par value	06/15/2018	F	<u>1,486</u> ⁽²⁾	D	\$ 67.52	23,173	D
Ordinary shares, no par value	06/15/2018	A	<u>2,599</u> ⁽³⁾	A	\$ 0	25,772	D
Ordinary shares, no par value	06/15/2018	F	893 ⁽²⁾	D	\$ 67.52	24,879	D

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

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(9-02)

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
Restricted share units	\$ 0	06/15/2018		M		1,274	<u>(4)</u> <u>(5)</u>	Ordinary shares, no par value	1,274 ⁽⁶⁾
Restricted share units	\$ 0	06/15/2018		M		1,003	<u>(7)</u> <u>(5)</u>	Ordinary shares, no par value	1,003 ⁽⁶⁾
Restricted share units	\$ 0	06/15/2018		M		4,326	<u>(8)</u> <u>(5)</u>	Ordinary shares, no par value	4,326 ⁽⁶⁾
Employee share	\$ 67.52	06/15/2018		A		8,167	<u>(9)</u> 06/15/2025	Ordinary shares,	8,167

option (right to buy)								no par value
Restricted share units	\$ 0	06/15/2018	A	13,329	(9)	(5)		Ordinary shares, no par value
Restricted share units	\$ 0				(10)	(5)		Ordinary shares, no par value
Employee share option (right to buy)	\$ 47.1				(4)	06/15/2022		Ordinary shares, no par value
Employee share option (right to buy)	\$ 49.88				(7)	06/15/2023		Ordinary shares, no par value
Employee share option (right to buy)	\$ 34.68				(8)	06/15/2024		Ordinary shares, no par value

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Robinson Cathy Marie 33 KINGSWAY LONDON, X0 WC2B 6UF			SVP, Corp Str & Ch Ops Off	

Signatures

/s/ Krista A. McDonough, as Attorney-in-Fact for Cathy Marie Robinson 06/19/2018

__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) Represents settlement of restricted share units ("RSUs") through the issuance of one ordinary share for each vested RSU.
- (2) Represents shares withheld by the Company to cover tax withholding obligations upon vesting.

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- (3) Represents shares acquired upon vesting of performance-based restricted share units.
- (4) Granted on June 15, 2015 pursuant to the Incentive Plan. These securities vest 25% each year on June 15, 2016, 2017, 2018, and 2019, respectively, subject to grantee's continued employment with the Company through the vesting date.
- (5) The RSUs do not expire.
- (6) Settlement of this award will be satisfied through the issuance of one ordinary share for each vested RSU.
Granted on June 15, 2016 pursuant to the Michael Kors Holdings Limited Amended and Restated Omnibus Incentive Plan (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 grantee is retirement eligible.
- (7) 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 grantee is retirement eligible.
- (8) Granted on June 15, 2018 pursuant to the Incentive Plan. These securities vest 25% each year on June 15, 2019, 2020, 2021, and 2022, respectively, subject to grantee's continued employment with the Company through the vesting date unless grantee is retirement eligible.
- (9) Granted on September 1, 2015 pursuant to the Incentive Plan. These securities vest over three years on each anniversary of the date of the grant, subject to grantee's continued employment with the Company through the vesting date.
- (10)

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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