

Robinson Cathy Marie  
Form 4  
September 05, 2018

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

OMB APPROVAL

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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

(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)

(Last) (First) (Middle)  
33 KINGSWAY  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/03/2018

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
SVP, Corp Str & Ch Ops Off

LONDON, X0 WC2B 6UF  
  
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
			Code	V	Amount or (D) Price		
Ordinary shares, no par value	09/03/2018		M		11,685 (1)	A	\$ 0 36,564 D
Ordinary shares, no par value	09/03/2018		F		5,767 (2)	D	\$ 72.06 30,797 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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Restricted share units	\$ 0	09/03/2018		M	11,685	09/01/2018	(3)	Ordinary shares, no par value	11,685 (4)
Restricted share units	\$ 0					(5)	(3)	Ordinary shares, no par value	1,274 (4)
Restricted share units	\$ 0					(6)	(3)	Ordinary shares, no par value	1,003 (4)
Restricted share units	\$ 0					(7)	(3)	Ordinary shares, no par value	4,326 (4)
Employee share option (right to buy)	\$ 67.52					(8)	06/15/2025	Ordinary shares, no par value	8,167
Restricted share units	\$ 0					(8)	(3)	Ordinary shares, no par value	13,329
Employee share option (right to buy)	\$ 47.1					(5)	06/15/2022	Ordinary shares, no par value	8,608
Employee share option (right to	\$ 49.88					(6)	06/15/2023	Ordinary shares, no par value	7,252

buy)

Employee  
share  
option \$ 34.68  
(right to  
buy)

(7)

06/15/2024

Ordinary  
shares,  
no par  
value

25,818

## 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

09/05/2018

\*\*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.
- (3) The RSUs do not expire.
- (4) Settlement of this award will be satisfied through the issuance of one ordinary share for each vested RSU.
- (5) 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.  
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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.