

McDonough Krista A
Form 4
December 07, 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 *
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)
12/06/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, General Counsel

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Ordinary shares, no par value	12/06/2018		S ⁽¹⁾		3,000	D	\$ 42.6183 <u>(1)</u>
					2,423	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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	8. Price 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					(2)	(3)	Ordinary shares, no par value	2,978 (4)
Restricted share units	\$ 0					(5)	(3)	Ordinary shares, no par value	664 (4)
Restricted share units	\$ 0					(6)	(3)	Ordinary shares, no par value	1,252 (4)
Restricted share units	\$ 0					(7)	(3)	Ordinary shares, no par value	3,460 (4)
Restricted share units	\$ 0					(8)	(3)	Ordinary shares, no par value	10,960 (4)
Employee share option (right to buy)	\$ 67.52					(8)	06/15/2025	Ordinary shares, no par value	4,900
Employee share option (right to buy)	\$ 34.68					(7)	06/15/2024	Ordinary shares, no par value	6,885
Employee share option (right to buy)	\$ 62.24					(9)	06/03/2020	Ordinary shares, no par value	2,507

buy)						
Employee						Ordinary
share						shares,
option	\$ 94.45		(9)	06/02/2021		no par
(right to						value
buy)						1,063

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

12/07/2018

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 \$42.44 to \$42.76. Upon request of the staff of the SEC, 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) Granted on November 1, 2016 pursuant to 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.

(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. 75% of these securities are immediately exercisable. The remaining unvested securities will vest on June 15, 2019, subject to grantee's continued employment with the Company through the vesting date.

(6) Granted on June 15, 2016 pursuant to the IMichael Kors Holdings Limited Amended and Restated 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 the 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 the 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 the grantee is retirement eligible.

(9) Immediately exercisable.

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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