

Michael Kors Holdings Ltd
 Form 4
 June 10, 2016

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 *
 Sporn Lee S.

(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)
 06/08/2016

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 Bus Affairs, GC

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Ordinary shares, no par value	06/08/2016		M		76,000	A	\$ 5 92,687
Ordinary shares, no par value	06/08/2016		S		76,000	D	\$ 50.5898 16,687

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)	\$ 5	06/08/2016		M	76,000	<u>(2)</u> 03/25/2021	Ordinary shares, no par value 76,000
Employee share option (right to buy)	\$ 47.1					<u>(3)</u> 06/15/2022	Ordinary shares, no par value 14,347
Restricted share unit	\$ 0					<u>(3)</u> <u>(4)</u>	Ordinary shares, no par value 8,493 <u>(5)</u>
Employee share option (right to buy)	\$ 94.45					<u>(6)</u> 06/02/2021	Ordinary shares, no par value 11,909
Employee share option (right to buy)	\$ 20					<u>(2)</u> 12/14/2018	Ordinary shares, no par value 27,454
Employee share option (right to buy)	\$ 62.24					<u>(7)</u> 06/03/2020	Ordinary shares, no par value 14,036

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Sporn Lee S.
33 KINGSWAY
LONDON, X0 WC2B 6UF

SVP Bus Affairs, GC

Signatures

/s/ Krista A. McDonough, as Attorney-in-Fact for Lee S.
Sporn

06/10/2016

__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 price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged
- (1) from \$50.42 - \$50.85. Upon request of the SEC staff, 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 June 15, 2015 pursuant to the Michael Kors Holdings Limited Omnibus Incentive Plan (the "Incentive Plan"). These securities
- (3) will 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.
 - (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 2, 2014 pursuant to the Incentive Plan. 50% of these share options are immediately exercisable. The remaining unvested
- (6) share options will vest 50% each year on June 2, 2017 and 2018, respectively, subject to grantee's continued employment with the Company through the vesting date.
 - (7) Granted on June 3, 2013 pursuant to the Incentive Plan. 75% of these share options are immediately exercisable. The remaining unvested share options will vest on June 3, 2017, subject to grantee's continued employment with the Company through the vesting date.

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.