

# 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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>IDOL JOHN D</b>			<b>Capri Holdings Ltd [ CPRI ]</b>			<input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>Chairman &amp; CEO</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>33 KINGSWAY</b>			<b>6/15/2020</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>LONDON, X0 WC2B 6UF</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	(A) or (D)	Price			
Ordinary shares, no par value	6/15/2020		M		2004 (1)	A	\$0	960165 (3)	D	
Ordinary shares, no par value	6/15/2020		F		982 (2)	D	\$17.01	959183 (3)	D	
Ordinary shares, no par value	6/15/2020		M		11108 (1)	A	\$0	970291 (3)	D	
Ordinary shares, no par value	6/15/2020		F		5440 (2)	D	\$17.01	964851 (3)	D	
Ordinary shares, no par value								1500000	I	Held by John D. Idol 2019 GRAT
Ordinary shares, no par value								246854	I	Held by John D. Idol 2018 GRAT
Ordinary shares, no par value								149700	I	Held by John D. Idol 2013 GRAT #1
Ordinary shares, no par value								149700	I	Held by John D. Idol 2013 GRAT #2

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exercisable	Expiration Date				
Restricted share units	\$0	6/15/2020		M		2004	6/15/2020	(4)	Ordinary shares, no par value	2004 (5)	\$0	0	D	
Restricted share units	\$0	6/15/2020		M		11108	(6)	(4)	Ordinary shares, no par value	11108 (5)	\$0	22215	D	
Restricted share units	\$0	6/15/2020		A		352734	(7)	(4)	Ordinary shares, no par value	352734 (5)	\$0	352734	D	
Restricted share units	\$0						(8)	(4)	Ordinary shares, no par value	110750 (5)		110750	D	
Employee share option (right to buy)	\$49.88						(9)	6/15/2023	Ordinary shares, no par value	14503		14503	D	
Employee share option, right to buy	\$67.52						(6)	6/15/2025	Ordinary shares, no par value	61249		61249	D	

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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee share option (right to buy)	\$5.00							(9)	3/25/2021	Ordinary shares, no par value	128447		128447	D	
Employee share option (right to buy)	\$94.45							(9)	6/2/2021	Ordinary shares, no par value	89316		89316	D	
Employee share option (right to buy)	\$47.10							(9)	6/15/2022	Ordinary shares, no par value	107604		107604	D	

**Explanation of Responses:**

- (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) This amount excludes 54,600 ordinary shares, no par value, held by the Idol Family Foundation. The reporting person may be deemed to have beneficial ownership of the shares held by the Idol Family Foundation but does not have a pecuniary interest in such shares.
- (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.
- (6) Granted on June 15, 2018 pursuant to the Capri Holdings Limited Amended and Restated Incentive Plan (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.
- (7) Granted on June 15, 2020 pursuant to the Incentive Plan. These securities vest 1/3 each year on June 15, 2021, 2022, and 2023, respectively, subject to grantee's continued employment with the Company through the vesting date unless the grantee is retirement eligible.
- (8) Granted on June 17, 2019 pursuant to the Incentive Plan. These securities vest 25% each year on June 15, 2020, 2021, 2022, and 2023, respectively, subject to grantee's continued employment with the Company through the vesting date unless the grantee is retirement eligible.
- (9) Immediately exercisable.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>IDOL JOHN D 33 KINGSWAY LONDON, X0 WC2B 6UF</b>	<b>X</b>		<b>Chairman &amp; CEO</b>	

**Signatures**

/s/ Krista A. McDonough, as Attorney-in-Fact for John D. Idol

6/17/2020

\*\*Signature of Reporting Person

Date

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

\* 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).

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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