

FORM 5

**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).
[] Form 3 Holdings Reported
[] Form 4 Transactions Reported

ANNUAL 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 * Kors Michael David (Last) (First) (Middle) C/O MICHAEL KORS (USA), INC., 11 WEST 42ND STREET, ATTN. LEE SPORN (Street) NEW YORK, NY 10036 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Michael Kors Holdings Ltd [KORS] 3. Statement for Issuer's Fiscal Year Ended (MM/DD/YYYY) <p align="center">4/1/2017</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> X <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Hon Chair & Chief Creative Off 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> X Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person
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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)
				Amount	(A) or (D)	Price			
Ordinary shares, no par value	6/17/2016		G (1)	10250	D	\$0	4327304	D	
Ordinary shares, no par value	6/17/2016		G (1)	15150	D	\$0	4312154	D	
Ordinary shares, no par value							23513	I	Held by spouse
Ordinary shares, no par value							95000	I	Held by the Kors LePere Foundation

Table II - Derivative Securities Acquired, Disposed of, or 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 (MM/DD/YYYY)		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 at End of Issuer's Fiscal Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee share option (right to buy)	\$49.88						(2)	6/15/2023	Ordinary shares, no par value	14503		14503	D	
Restricted share units	\$0						(2)	(3)	Ordinary shares, no par value	8019 (4)		8019	D	
Restricted share units	\$0						(2)	(3)	Ordinary shares, no par value	10024 (4)		10024	I	Held by spouse
Employee share option (right to buy)	\$47.10						(5)	6/15/2022	Ordinary shares, no par value	107604		107604	D	
Employee share option (right to buy)	\$94.45						(6)	6/2/2021	Ordinary shares, no par value	89316		89316	D	
Employee share option (right to buy)	\$94.45						(6)	6/2/2021	Ordinary shares, no par value	5104		5104	I	Held by spouse
Employee share option (right to buy)	\$2.6316						(7)	4/16/2018	Ordinary shares, no par value	246590		246590	I	Held by spouse

Table II - Derivative Securities Acquired, Disposed of, or 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 (MM/DD/YYYY)		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 at End of Issuer's Fiscal Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee share option (right to buy)	\$2.6316						(7)	10/25/2020	Ordinary shares, no par value	165765		165765	I	Held by spouse
Employee share option (right to buy)	\$20.00						(7)	12/14/2018	Ordinary shares, no par value	387597		387597	D	
Employee share option (right to buy)	\$20.00						(7)	12/14/2018	Ordinary share, no par value	38760		38760	I	Held by spouse
Employee share option (right to buy)	\$62.24						(8)	6/3/2020	Ordinary shares, no par value	84219		84219	D	
Employee share option (right to buy)	\$62.24						(8)	6/3/2020	Ordinary shares, no par value	12031		12031	I	Held by spouse

Explanation of Responses:

- (1) Charitable gift.
- (2) 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.
- (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.
- (6) Granted on June 2, 2014 pursuant to the Incentive Plan. 50% of these share options are immediately exercisable. The remaining unvested 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) Immediately exercisable.
- (8) 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.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kors Michael David C/O MICHAEL KORS (USA), INC. 11 WEST 42ND STREET, ATTN. LEE SPORN NEW YORK, NY 10036	X		Hon Chair & Chief Creative Off	

Signatures

/s/ Krista A. McDonough, as Attorney-in-Fact for Michael Kors

5/16/2017

**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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.