

# 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 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>McDonough Krista A</b>			<b>Michael Kors Holdings Ltd [ KORS ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>SVP, General Counsel</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>33 KINGSWAY</b>			<b>12/5/2016</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	12/5/2016		M		4900	A	\$20.00	6843	D	
Ordinary shares, no par value	12/5/2016		S		4900	D	\$48.0199 (1)	1943	D	
Ordinary shares, no par value	12/5/2016		S		256	D	\$47.9632	1687	D	

**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	Title	Amount or Number of Shares				
Employee share option (right to buy)	\$20.00	12/5/2016		M		4900		(2)	12/14/2018	Ordinary shares, no par value	4900	\$0	19600	D	
Employee share option (right to buy)	\$62.24							(3)	6/3/2020	Ordinary shares, no par value	2507		2507	D	
Employee share option (right to buy)	\$94.45							(4)	6/2/2021	Ordinary shares, no par value	1063		1063	D	
Restricted share units	\$0							(5)	(6)	Ordinary shares, no par value	1990 (7)		1990	D	
Restricted share units	\$0							(8)	(6)	Ordinary shares, no par value	2506 (7)		2506	D	
Restricted share units	\$0							(9)	(6)	Ordinary shares, no par value	5956 (7)		5956	D	

**Explanation of Responses:**

- ( The price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$48.02-\$48.03.
- 1) 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.
- ( Immediately exercisable.
- 2)
- ( Granted on June 3, 2013 pursuant to the Michael Kors Holdings Limited Omnibus Incentive Plan (as amended and restated, the "Incentive Plan"). 75% of
- 3) 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
- ( Granted on June 2, 2014 pursuant to the Incentive Plan. 50% of these share options are immediately exercisable. The remaining unvested share options will
- 4) vest 50% each year on June 2, 2017 and 2018, respectively, subject to grantee's continued employment with the Company through the vesting date.

- ( 5) Granted on June 15, 2015 pursuant to the Incentive Plan. 25% of these securities are immediately exercisable. The remaining unvested securities will vest 25% each year on June 15, 2017, 2018, and 2019, respectively, subject to grantee's continued employment with the Company through the vesting date.
- ( 6) The RSUs do not expire.
- ( 7) Settlement of this award will be satisfied through the issuance of one ordinary share for each vested RSU.
- ( 8) Granted on June 15, 2016 pursuant to 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.
- ( 9) 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.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>McDonough Krista A 33 KINGSWAY LONDON, X0 WC2B 6UF</b>			<b>SVP, General Counsel</b>	

**Signatures**

/s/ Krista A. McDonough

12/6/2016

\*\*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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