

# **MICHAEL KORS HOLDINGS LTD**

Reported by  
**GIBBONS JUDY**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 08/05/13 for the Period Ending 08/01/13

Telephone	(852) 2371-8634
CIK	0001530721
Symbol	KORS
SIC Code	3100 - Leather & Leather Products
Industry	Apparel/Accessories
Sector	Consumer Cyclical

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549

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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>Gibbons Judy</b>	<b>Michael Kors Holdings Ltd [ KORS ]</b>	<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	
<b>C/O MICHAEL KORS LTD, UNIT 1902, 19/F, TOWER 6, THE GATEWAY, HARBOUR CITY</b>	<b>8/1/2013</b>	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>TSIM SHA TSI, KOWLOON, K3</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			

### 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				
Restricted share units	\$0	8/1/2013		A	2185	8/1/2014 (1)	(2) Ordinary shares, no par value	2185 (3)	\$0	2185	D
Restricted share units	\$0					(4)	(2) Ordinary shares, no par value	1975 (3)		1975	D

### Explanation of Responses:

- (1) Granted on August 1, 2013 pursuant to the Michael Kors Holdings Limited Omnibus Incentive Plan (the "Incentive Plan"). Subject to the director's continued service, this award will vest in full on the first anniversary of the date of grant (August 1, 2014). Settlement of this award is deferred until August 1, 2016 (or if earlier, the date of the director's separation from service within the meaning of Section 409A of the Internal Revenue Code).
- (2) The restricted share units do not expire.
- (3) Settlement of this award may be satisfied through the issuance of one ordinary share or cash equal to the fair market value of one ordinary share for each vested restricted share unit (as determined by the Compensation Committee of the Company in its sole discretion).
- (4) Granted on November 1, 2012 pursuant to the Incentive Plan. Subject to the director's continued service, this award will vest in full on November 1, 2013. Settlement of this award is deferred until November 1, 2015 (or if earlier, the date of the director's separation from service within the meaning of Section 409A of the Internal Revenue Code).

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Gibbons Judy</b> <b>C/O MICHAEL KORS LTD, UNIT 1902, 19/F</b> <b>TOWER 6, THE GATEWAY, HARBOUR CITY</b> <b>TSIM SHA TSI, KOWLOON, K3</b>	<b>X</b>			

### Signatures

/s/ Krista A. McDonough, as Attorney-in-Fact for Judy Gibbons

8/5/2013

\*\* 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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