

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 * Kors Michael David (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 (MM/DD/YYYY) 6/1/2016 4. If Amendment, Date Original Filed (MM/DD/YYYY) 6/3/2016	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Hon Chair & Chief Creative Off 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Ordinary shares, no par value	6/1/2016		M		43380	A	(1)	4365842	D	
Ordinary shares, no par value	6/1/2016		F		22273 (2)(3)	D	\$45.55	4343569	D	
Ordinary shares, no par value	6/2/2016		F		3888 (4)	D	\$47.51	4339681	D	
Ordinary shares, no par value	6/2/2016		F		529 (4)	D	\$47.51	22276 (5)	I	Held by spouse
Ordinary shares, no par value								95000	I	Held by the Kors LePere Foundation

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				
Performance-based restricted share units	\$0	6/1/2016		M		28920		(1)	(1)	Ordinary shares, no par value	43380	\$0	0	D	
Employee share option (right to buy)	\$47.1							(6)	6/15/2022	Ordinary shares, no par value	107604		107604	D	
Restricted share unit	\$0							(6)	(7)	Ordinary shares, no par value	63694 (8)		63694	D	
Restricted share unit	\$0							(6)	(7)	Ordinary shares, no par value	12739 (8)		12739	I	Held by spouse
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)	\$94.45							(9)	6/2/2021	Ordinary shares, no par value	5104		5104	I	Held by spouse
Employee share option (right to buy)	\$2.6316							(10)	4/16/2018	Ordinary shares, no par value	246590		246590	I	Held by spouse
Employee share option (right to buy)	\$2.6316							(11)	10/25/2020	Ordinary shares, no par value	165765		165765	I	Held by spouse
Employee share option (right to buy)	\$20							(10)	12/14/2018	Ordinary shares, no par value	387597		387597	D	

Table II - Derivative Securities 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. 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							(10)	12/14/2018	Ordinary shares, no par value	38760		38760	I	Held by spouse
Employee share option (right to buy)	\$62.24							(12)	6/3/2020	Ordinary shares, no par value	84219		84219	D	
Employee share option (right to buy)	\$62.24							(12)	6/3/2020	Ordinary shares, no par value	12031		12031	I	Held by spouse

Explanation of Responses:

- (1) Represents performance-based restricted share units ("PSRUs") granted to the reporting person on June 3, 2013. The PSRUs vested on June 1, 2016 upon achievement of a pre-established cumulative net earnings goal for the applicable period resulting in the reporting person earning 150% of the shares originally subject to the award.
- (2) The Form 4, as originally filed, has been amended because it incorrectly understated the number of shares withheld to cover taxes.
- (3) Represents shares withheld by the Company to cover tax withholding obligations upon the vesting of the PSRUs.
- (4) Represents shares withheld by the Company to cover tax withholding obligations upon the vesting of restricted shares.
- (5) The Form 4, as originally filed, has been amended because it incorrectly overstated the number of shares beneficially owned by the reporting person's spouse following the reported transaction.
- (6) Granted on June 15, 2015 pursuant to the Michael Kors Holdings Limited Omnibus Incentive Plan (the "Incentive Plan"). These securities 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.
- (7) The RSUs do not expire.
- (8) Settlement of this award will be satisfied through the issuance of one ordinary share for each vested RSU.
- (9) Granted on June 2, 2014 pursuant to the Incentive Plan. 25% of these share options are immediately exercisable. The remaining unvested share options will vest 25% each year on June 2, 2016, 2017 and 2018, respectively, subject to grantee's continued employment with the Company through the vesting date.
- (10) Immediately exercisable.
- (11) Granted on October 25, 2010 pursuant to the Amended and Restated Michael Kors (USA), Inc. Stock Option Plan. These share options vest in full 10-years from the date of grant if the Company's shareholder net equity has increased by at least 20% per annum during such 10-year period. These share options may also vest on an accelerated basis if the pre-established annual performance goal (tied to annual divisional pre-tax profit) for the year has been met, in each case, subject to the grantee's continued employment with the Company through the vesting date. 129,178 share options are immediately exercisable. If the annual performance goal is attained for Fiscal 2016, then the remaining 36,587 unvested share options will vest on or about the date the audit of the financial statements of the Company for the fiscal year ended April 2, 2016 is completed.
- (12) Granted on June 3, 2013 pursuant to the Incentive Plan. 50% of these share options are immediately exercisable. The remaining unvested share options will vest 25% each year on June 3, 2016 and 2017, 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
Kors Michael David 33 KINGSWAY LONDON, X0 WC2B 6UF	X		Hon Chair & Chief Creative Off	

Signatures

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

6/7/2016

** 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.