

# **MICHAEL KORS HOLDINGS LTD**

Reported by  
**PARSONS JOSEPH B.**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 06/04/15 for the Period Ending 06/02/15

Telephone	44 79 6437 8613
CIK	0001530721
Symbol	KORS
SIC Code	3100 - Leather & Leather Products
Industry	Apparel/Accessories
Sector	Consumer Cyclical
Fiscal Year	03/28

# FORM 4

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

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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>Parsons Joseph B.</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>EVP, CFO, COO &amp; Treasurer</b>
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	
<b>33 KINGSWAY</b>	<b>6/2/2015</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	6/2/2015		F		674 (1)	D	\$48.60	39344	D	
Ordinary shares, no par value	6/3/2015		F		1021 (1)	D	\$48.58	38323	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)	\$94.45							(2)	6/2/2021	Ordinary shares, no par value	21436		21436	D	
Employee share option (right to buy)	\$5.00							(3)	3/25/2021	Ordinary shares, no par value	456000		456000	D	
Employee share option (right to buy)	\$20.00							(4)	12/14/2018	Ordinary shares, no par value	67829		67829	D	
Employee share option (right to buy)	\$62.24							(5)	6/3/2020	Ordinary shares, no par value	25266		25266	D	

### Explanation of Responses:

- (1) Represents shares withheld by the Company to cover tax withholding obligations upon the vesting of restricted shares.
- (2) Granted on June 2, 2014 pursuant to the Michael Kors Holdings Limited Omnibus Incentive Plan (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.
- (3) Immediately exercisable.
- (4) Granted on December 14, 2011 pursuant to the Incentive Plan. 50,872 of these share options are immediately exercisable. The remaining 16,957 unvested share options will vest on December 14, 2015, subject to grantee's continued employment with the Company through

the vesting date.

- (5) 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
Parsons Joseph B. 33 KINGSWAY LONDON, X0 WC2B 6UF			EVP, CFO, COO & Treasurer	

### Signatures

/s/ Krista A. McDonough, as Attorney-in-Fact for Joseph B. Parsons

6/4/2015

\*\* 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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