Michael Kors Holdings Ltd Form 4 August 05, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** Number:

3235-0287

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January 31, 2005

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Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Tomlin Jean

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

Michael Kors Holdings Ltd [KORS] 3. Date of Earliest Transaction

(Check all applicable)

C/O MICHAEL KORS LTD, UNIT 1902, 19/F, TOWER 6, THE

(Month/Day/Year) 08/01/2013

X\_ Director 10% Owner Officer (give title Other (specify below)

GATEWAY, HARBOUR CITY

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

TSIM SHA TSI, KOWLOON, K3

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of

3. Transaction Date 3A. Deemed

5. Number

6. Date Exercisable and

7. Title and Amount of Underlying

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	) Ac (A Di (D (Ir	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		Securities (Instr. 3 and 4)		(
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted share units	\$ 0	08/01/2013		A	2.	,185		08/01/2014(1)	(2)	Ordinary shares, no par value	2,185 (3)	
Restricted share units	\$ 0							03/18/2014(4)	(2)	Ordinary shares, no par value	993 (3)	

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Tomlin Jean
C/O MICHAEL KORS LTD, UNIT 1902, 19/F
TOWER 6, THE GATEWAY, HARBOUR CITY
TSIM SHA TSI, KOWLOON, K3

### **Signatures**

/s/ Krista A. McDonough, as Attorney-in-Fact for Jean
Tomlin

08/05/2013

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* 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).
- (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 and settle in full on the first anniversary of the date of grant (August 1, 2014).
- (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 March 18, 2013 pursuant to the Incentive Plan. Subject to the director's continued service, this award will vest and settle in full on the first anniversary of the date of grant (March 18, 2014).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2