

KNOLL INC
Form 3
December 19, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Schutte David L		(Month/Day/Year)	KNOLL INC [KNL]	
(Last)	(First)	(Middle)	12/16/2016	
C/O KNOLL, INC., 1235 WATER STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
EAST GREENVILLE, PA 18041			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City) (State) (Zip)			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			EVP, Specialty	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	51,575 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (2)	Â (2)	Common Stock	19,646 \$ (3)		D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Stock	5,000 \$ (3)		D	Â
Restricted Stock Units	Â (5)	Â (5)	Common Stock	5,000 (6) \$ (3)		D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schutte David L C/O KNOLL, INC. 1235 WATER STREET EAST GREENVILLE, PA 18041	Â	Â	Â EVP, Specialty	Â

Signatures

/s/Michael A. Pollner,
Attorney-in-Fact

12/19/2016

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Of these shares, 29,647 are unvested restricted shares from grants made on February 10, 2014 (19,647), February 9, 2015 (5,000), and February 17, 2016 (5,000), which cliff vest on the third anniversary of each date of grant.
- (2) These restricted stock units were granted on February 10, 2014 and vest after a three-year performance period, subject to the issuer's satisfaction of certain performance criteria.
- (3) Each restricted stock unit represents a contingent right to receive, at settlement, one share of the issuer's common stock.
- (4) These restricted stock units were granted on February 9, 2015 and vest after a three-year performance period, subject to the issuer's satisfaction of certain performance criteria.
- (5) These restricted stock units were granted on February 17, 2016 and vest after a three-year performance period, subject to the issuer's satisfaction of certain performance criteria.
- (6) Represents the target amount of restricted stock units granted. An additional twenty-five percent (25%) of the target amount could vest upon achievement of additional performance metrics.

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Remarks:

ExhibitÂ List

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.