KLEIN ROXANNE B

Form 4

February 13, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading KLEIN ROXANNE B Issuer Symbol KNOLL INC [KNL] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title C/O KNOLL, INC., 1235 WATER 02/09/2018 below) STREET **SVP-Human Resources** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting EAST GREENVILLE, PA 18041 Person

(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed of	f, or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	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)
Common Stock	02/09/2018		M	1,250 (1)	A	\$ 0	14,092	D	
Common Stock	02/09/2018		F	1,915 (2)	D	\$ 20.66	12,177	D	
Common Stock	02/13/2018		A	6,250 (3)	A	\$ 0	18,427	D	

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Numb orDerivati Securitie Acquired Disposed (Instr. 3,	ve es d (A) or d of (D)	6. Date Exer Expiration E (Month/Day	Pate	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (1)	\$ 0	02/09/2018		M		1,250	<u>(1)</u>	<u>(1)</u>	Common Stock	1,250
Restricted Stock Units (4)	\$ 0	02/13/2018		A	6,250 (5)		<u>(6)</u>	<u>(6)</u>	Common Stock	6,250 (5)

Reporting Owners

Reporting Owner Name / Address	Relationships
reporting owner rume, ruuress	

Director 10% Owner Officer Other

KLEIN ROXANNE B C/O KNOLL, INC. 1235 WATER STREET EAST GREENVILLE, PA 18041

SVP-Human Resources

Signatures

/s/Michael A. Pollner, Attorney-in-Fact 02/13/2018

**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) These shares represent a portion of the stock units granted on February 9, 2015, that vested based on the issuer's satisfaction of certain performance critera. The remaining portion of these stock units were forfeited as certain performance metrics were not achieved.
- (2) These shares were withheld by the issuer to cover taxes associated with the vesting of certain restricted shares and stock units.
- (3) These restricted shares will cliff vest on the third anniversary of the date of grant, based on continued service.
- (4) Each restricted stock unit represents a contingent right to receive, at settlement, one share of the issuer's common stock.
- (5) Represents the target amount of restricted stock units granted to reporting person on the transaction date. Zero to one hundred twenty-five percent of the target amount can vest, subject to the issuer's satisfaction of certain performance criteria.

Reporting Owners 2

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(6) These restricted stock units vest after a three-year performance period, subject to the issuer's satisfaction of certain performance criteria.
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> 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.