

KNOLL INC

Form 3

December 19, 2016

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Schutte David L

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/16/2016

3. Issuer Name **and** Ticker or Trading Symbol
KNOLL INC [KNL]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

EVP, Specialty

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting

Person

☐ Form filed by More than One
Reporting PersonC/O KNOLL, INC., 1235
WATER STREET

(Street)

EAST

GREENVILLE, PA 18041

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

A

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

SEC 1473 (7-02)

**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.****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)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. 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,Â PAA 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.

Â

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.