#### KLEIN ROXANNE B

Form 4

February 19, 2019

### FORM 4

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

**OMB** 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** KLEIN ROXANNE B			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			KNOLL INC [KNL]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	Director 10% Owner			
C/O KNOLL, INC., 1235 WATER STREET			02/17/2019	X Officer (give title Other (specifiell) below)			
SIREEI				SVP-Human Resources			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
EAST GREE	ENVILLE, P	A 18041		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(Ctata)

	(City)	(State) (	Table Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	, or Beneficiall	y Owned
	1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securi n(A) or Di		•	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
	(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3,	4 and	5)	Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership
			(Monda Baji Tear)	(msu: 0)		(A)		Following Reported	(Instr. 4)	(Instr. 4)
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
	Common Stock	02/17/2019		M	1,250 (1)	A	\$0	24,582	D	
	Common Stock	02/17/2019		F	1,768 (2)	D	\$ 21.36	22,814	D	

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

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# 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. Transactic Code (Instr. 8)	5. Number out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date (Month/Day/Year) uired or possed of tr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (1)	\$ 0	02/17/2019		M	1,250	<u>(1)</u>	<u>(1)</u>	Common Stock	1,250	\$

# **Reporting Owners**

Reporting Owner Name / Address Relationships

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

02/19/2019

\*\*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 17, 2016, that vested based on the issuer's satisfaction of certain performance criteria. 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.

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.

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