

KNOLL INC  
Form 8-K  
May 10, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **05/07/2013**

**Knoll, Inc.**

(Exact name of registrant as specified in its charter)

Commission File Number: **001-12907**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**13-3873847**  
(IRS Employer  
Identification No.)

**1235 Water Street, East Greenville, Pennsylvania 18041**

(Address of principal executive offices, including zip code)

**(215) 679-7991**

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(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07. Submission of Matters to a Vote of Security Holders**

The following matters were voted on at the Knoll, Inc. (the Company) 2013 annual meeting of stockholders, which took place on May 7, 2013:

Proposal One To elect three directors named in the proxy statement for a term ending at the Company's 2016 annual meeting of stockholders. The following nominees were elected to the Board of Directors by the votes indicated below:

	Total Votes For	Total Votes Withheld	Broker Non-Votes
Jeffrey A. Harris	38,077,892	4,673,388	1,147,792
John F. Maypole	41,516,515	1,234,765	1,147,792
Kathleen G. Bradley	31,624,194	11,127,086	1,147,792

Proposal Two To approve the Knoll, Inc. 2013 Stock Incentive Plan. The proposal was approved by the votes indicated below:

Votes For	31,497,331
Votes Against	11,240,181
Abstain	13,768
Broker Non-Votes	1,147,792

Proposal Three To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013. The proposal was approved by the votes indicated below:

Votes For	43,761,145
Votes Against	125,909
Abstain	12,018
Broker Non-Votes	0

Proposal Four To approve the Company's executive compensation. The proposal was approved by the votes indicated below:

Votes For	41,721,030
Votes Against	1,012,480

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Abstain	17,770
Broker Non-Votes	1,147,792

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Knoll, Inc.

Date: May 10, 2013

By: /s/ Michael A. Pollner  
Michael A. Pollner  
Vice President, General Counsel and Secretary