

MILLER HERMAN INC  
Form 8-K  
October 14, 2015

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report: October 12, 2015  
(Date of earliest event reported)  
HERMAN MILLER, INC.  
(Exact name of registrant as specified in its charter)

|   |                                    |  |
|---|------------------------------------|--|
| Michigan<br>(State or Other Jurisdiction of<br>incorporation) | 001-15141<br>(Commission File No.) | 38-0837640<br>(IRS Employer<br>Identification no.) |
|---|------------------------------------|--|

|  |                     |
|--|---------------------|
| 855 East Main Avenue<br>Zeeland, Michigan<br>(Address of Principal Executive Offices)<br>(616) 654-3000<br>(Registrant's Telephone Number, Including Area Code)<br>Not Applicable<br>(Former Name or Former Address, if Changed Since Last Report) | 49464<br>(Zip Code) |
|--|---------------------|

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 (see General Instruction A.2. below):

- 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))



Item 5.07 Submission of Matters of a Vote of Security Holders

The annual meeting of the shareholders of the Company was held on October 12, 2015, at which:

(1) The following nominees were elected to serve three-year terms on the company's Board of Directors by the following votes:

|                  | David A. Brandon | Douglas D. French | John R. Hoke III | Heidi J. Manheimer |
|------------------|------------------|-------------------|------------------|--------------------|
| For              | 47,647,621       | 47,747,721        | 47,784,082       | 48,344,180         |
| Withheld         | 1,658,553        | 1,558,453         | 1,522,092        | 961,994            |
| Broker non-votes | 4,061,838        | 4,061,838         | 4,061,838        | 4,061,838          |

The following individuals continued their service as Directors of the company: Mary Vermeer Andringa, J. Barry Griswell, Lisa A. Kro, Dorothy A. Terrell, David O. Ulrich, Michael A. Volkema, and Brian C. Walker.

(2) Ernst & Young LLP was approved as the company's independent auditors for the fiscal year ending May 28, 2016, by the following votes:

Ratification of Independent Auditors

|                  |            |
|------------------|------------|
| For              | 52,624,913 |
| Against          | 664,538    |
| Abstain          | 78,561     |
| Broker non-votes | n/a        |

(3) The Second Amendment to the 2011 Long-term Incentive Plan ("LTIP") was approved by the following votes:

Approval of the Second Amendment to the 2011 LTIP

|                  |            |
|------------------|------------|
| For              | 46,617,804 |
| Against          | 2,621,601  |
| Abstain          | 66,769     |
| Broker non-votes | 4,061,838  |

(4) The compensation paid to the Company's named executive officers was approved on an advisory basis by the following votes:

Approve, On an Advisory Basis, Executive Compensation

|                  |            |
|------------------|------------|
| For              | 48,569,624 |
| Against          | 596,786    |
| Abstain          | 139,764    |
| Broker non-votes | 4,061,838  |

SIGNATURE

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

Dated: October 14, 2015

HERMAN MILLER, INC.  
(Registrant)

By: /s/ Kevin J. Veltman  
Kevin J. Veltman  
Vice President of Investor Relations & Treasurer (Duly  
Authorized Signatory for Registrant)