

KNOLL INC  
Form 8-K  
May 15, 2012

**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): **05/09/2012**

**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**

## Edgar Filing: KNOLL INC - Form 8-K

(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) 2012 annual meeting of stockholders, which took place on May 9, 2012:

Proposal One To elect two directors named in the proxy statement for a term ending at the Company's 2015 annual meeting of stockholders. The following nominees were elected to the Board of Directors by the votes indicated below:

	<b>Total Votes For</b>	<b>Total Votes Withheld</b>	<b>Broker Non-Votes</b>
Burton B. Staniar	41,241,147	2,321,141	871,913
Sidney Lapidus	41,975,558	1,586,730	871,913

Proposal Two To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2012. The proposal was approved by the votes indicated below:

Votes For	43,728,633
Votes Against	698,314
Abstain	7,254
Broker Non-Votes	0

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

Votes For	36,469,518
Votes Against	7,071,168
Abstain	21,602
Broker Non-Votes	871,913

**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 14, 2012

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