

MILLER HERMAN INC
Form 4
July 19, 2016

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WALKER BRIAN C

(Last) (First) (Middle)

855 EAST MAIN AVENUE, P.O.
BOX 302

(Street)

ZEELAND, MI 49464

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

MILLER HERMAN INC [MLHR]

3. Date of Earliest Transaction
(Month/Day/Year)

07/15/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)
CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/15/2016		M	17,397	A \$ 0	205,721.2057 (1)	D
Common Stock	07/15/2016		F	8,511.3337	D \$ 31.93	197,209.872	D
Common Stock	07/15/2016		A	23,834 (2)	A \$ 0	221,043.872	D
Common Stock	07/15/2016		F	11,012	D \$ 31.93	210,031.872	D
Common Stock	07/15/2016		A	5,983 (2)	A \$ 0	216,014.872	D

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Common Stock	07/15/2016	F	2,765	D	\$ 31.93	213,249.872	D	
Common Stock						118,554.984	I	by Spouse
Common Stock						6,030.175	I	by profit share plan

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units ⁽³⁾	<u>(4)</u>	07/15/2016		M	17,397	<u>(5)</u>	<u>(5)</u>	Common Stock
								Amount or Number of Shares
								17,397

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WALKER BRIAN C 855 EAST MAIN AVENUE P.O. BOX 302 ZEELAND, MI 49464	CEO

Signatures

By: Angela M. Shamery For: Brian C. Walker 07/19/2016

**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) The directly owned common stock holdings reflected in Table I of this form include shares acquired through participation in the Herman Miller Dividend Reinvestment Plan, which satisfies the exemption of Rule 16b-2.
- (2) Shares issued July 15, 2016 pursuant to Performance Share Units granted on July 15, 2013 under the Company's 2011 LTIP with a three year performance period.
- (3) Performance shares are equal to phantom stock units that were accrued under the HMI Nonemployee Officer and Director Deferred Compensation Stock Purchase Plan, and are payable in shares of the Company's Common Stock only.
- (4) Each restricted stock unit represents a contingent right to receive one share of MLHR common stock.
- (5) The restricted stock units have a three year cliff vest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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