

MILLER HERMAN INC
 Form 4
 July 19, 2016

FORM 4

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

OMB APPROVAL

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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

(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
 Officer (give title below) ___ Other (specify below)
 CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/15/2016		M		17,397	A	\$ 0
Common Stock	07/15/2016		F		8,511.3337	D	\$ 31.93
Common Stock	07/15/2016		A		23,834 ⁽²⁾	A	\$ 0
Common Stock	07/15/2016		F		11,012	D	\$ 31.93
Common Stock	07/15/2016		A		5,983 ⁽²⁾	A	\$ 0

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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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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. Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units ⁽³⁾	<u>(4)</u>	07/15/2016		M	17,397	<u>(5)</u> <u>(5)</u>	Common Stock	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.

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