KNOLL INC Form 4 May 15, 2007

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 * STANIAR BURTON B

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

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Estimated average

burden hours per

KNOLL INC [KNL]

(Last) (First) (Middle)

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

05/11/2007

_X__ Director 10% Owner X_ Officer (give title Other (specify

(Check all applicable)

C/O KNOLL, INC., 1235 WATER STREET

(Street)

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

6. Individual or Joint/Group Filing(Check

Chairman of the Board

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

EAST GREENVILLE, PA 18041

| (City) | (State) | (Zip) Tabl | le I - Non-I | Derivative | Secur | ities Acqu | iired, Disposed of | f, or Beneficial | ly Owned |
|--------------------------------------|-----------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------------------------------------------|------------|------------------|------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | · · · · / | |
| Common Stock | 05/11/2007 | | M | 10,974 | A | \$ 10.74 | 127,699 | D | |
| Common Stock | 05/11/2007 | | S | 100 | D | \$ 24.11 | 127,599 | D | |
| Common Stock | 05/11/2007 | | S | 600 | D | \$ 24.12 | 126,999 | D | |
| Common Stock | 05/11/2007 | | S | 2,274 | D | \$ 24.13 | 124,725 | D | |
| Common Stock | 05/11/2007 | | S | 700 | D | \$ 24.14 | 124,025 | D | |

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| Common Stock | 05/11/2007 | S | 1,800 | D | \$ 24.15 | 122,225 | D |
|-----------------|------------|---|-------|---|-------------|---------|---|
| Common Stock | 05/11/2007 | S | 1,400 | D | \$ 24.16 | 120,825 | D |
| Common Stock | 05/11/2007 | S | 1,500 | D | \$ 24.17 | 119,325 | D |
| Common Stock | 05/11/2007 | S | 800 | D | \$ 24.18 | 118,525 | D |
| Common Stock | 05/11/2007 | S | 400 | D | \$ 24.19 | 118,125 | D |
| Common Stock | 05/11/2007 | S | 100 | D | \$ 24.2 | 118,025 | D |
| Common Stock | 05/11/2007 | S | 500 | D | \$ 24.22 | 117,525 | D |
| Common Stock | 05/11/2007 | S | 400 | D | \$ 24.24 | 117,125 | D |
| Common Stock | 05/11/2007 | S | 400 | D | \$ 24.26 | 116,725 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(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. Transactic Code (Instr. 8) | orDerivative Securities | | 6. Date Exer Expiration D (Month/Day/ | ate | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|----------------------------------------|----------------------------|-------|---------------------------------------------|--------------------|---------------------------------------------------------------------|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 10.74 | 05/11/2007 | | M | 10 | 0,974 | <u>(1)</u> | 03/06/2010 | Common Stock | 10,974 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

STANIAR BURTON B C/O KNOLL, INC. 1235 WATER STREET

X

Chairman of the Board

Signatures

/s/Michael A. Pollner, Attorney-in-Fact

05/15/2007

**Signature of Reporting Person

EAST GREENVILLE, PA 18041

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) These stock options are a portion of the stock options that vested in 4 annual installments beginning on the first anniversary of March 6, 2000.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3