

WALKER BRIAN C

Form 4

July 17, 2018

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)

07/13/2018

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	07/13/2018		M	30,362	A \$ 29.03	34,406.4885	D
Common Stock	07/13/2018		S	30,362	D \$ 38.7728	4,044.4885	D
Common Stock	07/13/2018		M	21,099	A \$ 0	25,143.4885 (1)	D
Common Stock	07/13/2018		F	9,785.4885	D \$ 38.75	15,358	D
Common Stock	07/13/2018		A	28,906 (2)	A \$ 0	44,264	D

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Common Stock	07/13/2018	F	12,604	D	\$ 38.75	31,660	D	
Common Stock	07/13/2018	A	34,932 ⁽²⁾	A	\$ 0	66,592	D	
Common Stock	07/13/2018	F	15,231	D	\$ 38.75	51,361	D	
Common Stock						32,775	I	by Spouse
Common Stock						6,799.826	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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 29.03	07/13/2018		M		30,362		<u>(3)</u>	07/13/2025	Common Stock	30,362
Restricted Stock Units	<u>(4)</u>	07/13/2018		M		21,099		<u>(5)</u>	<u>(5)</u>	Common Stock	21,099

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

07/17/2018

__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 Number of Derivative Securities Beneficially Owned Following Reported Transaction reflected in Table I of this form includes dividend equivalent units reinvested in the corresponding vesting RSUs, which satisfies the exemption of Rule 16b-2.
- (2) Shares issued July 13, 2018 pursuant to Performance Share Units granted on July 13, 2015 under the Company's 2011 LTIP with a three year performance period.
- (3) This grant vests in three equal annual installments beginning on the first anniversary of the grant date.
- (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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