

Cogan Andrew B
Form 4
December 21, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Cogan Andrew B

(Last) (First) (Middle)

C/O KNOLL, INC., 1235 WATER STREET

(Street)

EAST GREENVILLE, PA 18041

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KNOLL INC [KNL]

3. Date of Earliest Transaction (Month/Day/Year)
12/17/2010

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)

Chief Executive Officer

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/17/2010		M ⁽¹⁾		145,127	A	\$ 15.66
Common Stock	12/17/2010		S ⁽²⁾		143,177	D	\$ 16.4
Common Stock	12/17/2010		S ⁽²⁾		500	D	\$ 16.41
Common Stock	12/17/2010		S ⁽²⁾		950	D	\$ 16.42
Common Stock	12/17/2010		S ⁽²⁾		500	D	\$ 16.43

Edgar Filing: Cogan Andrew B - Form 4

Common Stock	12/20/2010	<u>M</u> (1)	63,573	A	\$ 15.66	782,494	D
Common Stock	12/20/2010	<u>S</u> (2)	11,300	D	\$ 16.4	771,194	D
Common Stock	12/20/2010	<u>S</u> (2)	2,500	D	\$ 16.41	768,694	D
Common Stock	12/20/2010	<u>S</u> (2)	1,100	D	\$ 16.42	767,594	D
Common Stock	12/20/2010	<u>S</u> (2)	800	D	\$ 16.43	766,794	D
Common Stock	12/20/2010	<u>S</u> (2)	1,300	D	\$ 16.45	765,494	D
Common Stock	12/20/2010	<u>S</u> (2)	1,053	D	\$ 16.46	764,441	D
Common Stock	12/20/2010	<u>S</u> (2)	1,397	D	\$ 16.47	763,044	D
Common Stock	12/20/2010	<u>S</u> (2)	1,403	D	\$ 16.48	761,641	D
Common Stock	12/20/2010	<u>S</u> (2)	1,907	D	\$ 16.49	759,734	D
Common Stock	12/20/2010	<u>S</u> (2)	1,473	D	\$ 16.5	758,261	D
Common Stock	12/20/2010	<u>S</u> (2)	1,500	D	\$ 16.51	756,761	D
Common Stock	12/20/2010	<u>S</u> (2)	940	D	\$ 16.52	755,821	D
Common Stock	12/20/2010	<u>S</u> (2)	1,400	D	\$ 16.53	754,421	D
Common Stock	12/20/2010	<u>S</u> (2)	800	D	\$ 16.54	753,621	D
Common Stock	12/20/2010	<u>S</u> (2)	2,600	D	\$ 16.55	751,021	D
Common Stock	12/20/2010	<u>S</u> (2)	1,800	D	\$ 16.56	749,221	D
Common Stock	12/20/2010	<u>S</u> (2)	2,700	D	\$ 16.57	746,521	D
Common Stock	12/20/2010	<u>S</u> (2)	3,300	D	\$ 16.58	743,221	D
Common Stock	12/20/2010	<u>S</u> (2)	7,200	D	\$ 16.59	736,021	D
	12/20/2010	<u>S</u> (2)	3,700	D	\$ 16.6	732,321	D

Edgar Filing: Cogan Andrew B - Form 4

Common Stock							
Common Stock	12/20/2010	S ⁽²⁾	1,800	D	\$ 16.61	730,521	D
Common Stock	12/20/2010	S ⁽²⁾	1,202	D	\$ 16.62	729,319	D
Common Stock	12/20/2010	S ⁽²⁾	490	D	\$ 16.63	728,829	D
Common Stock	12/20/2010	S ⁽²⁾	1,308	D	\$ 16.64	727,521	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. 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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 15.66	12/17/2010		M ⁽¹⁾	145,127	<u>(3)</u>	02/06/2011	Common Stock	145,127
Employee Stock Option (Right to Buy)	\$ 15.66	12/20/2010		M ⁽¹⁾	63,573	<u>(3)</u>	02/06/2011	Common Stock	63,573

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cogan Andrew B C/O KNOLL, INC.	X		Chief Executive Officer	

1235 WATER STREET
EAST GREENVILLE, PA 18041

Signatures

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

12/21/2010

__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) Effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 29, 2010.
- (2) Sold pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 29, 2010.
- (3) These stock options are a portion of the stock options that vested in four annual installments beginning on the first anniversary of February 6, 2001. These stock options expire on February 6, 2011.

Remarks:

1 of 2 Forms 4

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.