

Schutte David L
 Form 4
 February 16, 2011

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 *
 Schutte David L

(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)
 02/14/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
 Officer (give title below) Sr.V.P.Chief Marketing Officer
 ____ 10% Owner
 ____ Other (specify below)

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	Price				
Common Stock	02/14/2011		M		11,800	\$ 14.52	A	84,251	D	
Common Stock	02/14/2011		S		570	\$ 20.7	D	83,681	D	
Common Stock	02/14/2011		S		250	\$ 20.71	D	83,431	D	
Common Stock	02/14/2011		S		4,943	\$ 20.8	D	78,488	D	
Common Stock	02/14/2011		S		2,973	\$ 20.81	D	75,515	D	

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Common Stock	02/14/2011	S	535	D	\$ 20.82	74,980	D
Common Stock	02/14/2011	S	690	D	\$ 20.84	74,290	D
Common Stock	02/14/2011	S	120	D	\$ 20.85	74,170	D
Common Stock	02/14/2011	S	290	D	\$ 20.86	73,880	D
Common Stock	02/14/2011	S	404	D	\$ 20.87	73,476	D
Common Stock	02/14/2011	S	340	D	\$ 20.88	73,136	D
Common Stock	02/14/2011	S	319	D	\$ 20.89	72,817	D
Common Stock	02/14/2011	S	266	D	\$ 20.9	72,551	D
Common Stock	02/14/2011	S	100	D	\$ 20.91	72,451	D
Common Stock	02/15/2011	M	13,200	A	\$ 14.52	85,651	D
Common Stock	02/15/2011	S	59	D	\$ 20.56	85,592	D
Common Stock	02/15/2011	S	384	D	\$ 20.58	85,208	D
Common Stock	02/15/2011	S	100	D	\$ 20.59	85,108	D
Common Stock	02/15/2011	S	1	D	\$ 20.61	85,107	D
Common Stock	02/15/2011	S	11	D	\$ 20.62	85,096	D
Common Stock	02/15/2011	S	700	D	\$ 20.63	84,396	D
Common Stock	02/15/2011	S	500	D	\$ 20.65	83,896	D
Common Stock	02/15/2011	S	200	D	\$ 20.66	83,696	D
Common Stock	02/15/2011	S	200	D	\$ 20.67	83,496	D
Common Stock	02/15/2011	S	800	D	\$ 20.68	82,696	D
	02/15/2011	S	100	D		82,596	D

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Common Stock						\$ 20.69		
Common Stock	02/15/2011		S	1,200	D	\$ 20.7	81,396	D
Common Stock	02/15/2011		S	125	D	\$ 20.72	81,271	D
Common Stock	02/15/2011		S	4,100	D	\$ 20.73	77,171	D
Common Stock	02/15/2011		S	300	D	\$ 20.76	76,871	D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 14.52	02/14/2011		M	11,800	<u>(1)</u> 06/07/2014	Common Stock	11,800	
Employee Stock Option (Right to Buy)	\$ 14.52	02/15/2011		M	13,200	<u>(1)</u> 06/07/2014	Common Stock	13,200	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Schutte David L
C/O KNOLL, INC.
1235 WATER STREET
EAST GREENVILLE, PA 18041

Sr.V.P.Chief Marketing Officer

Signatures

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

02/16/2011

__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) These options are a portion of the stock options that vested in four annual installments beginning on the first anniversary of June 7, 2004.
These stock options expire on June 7, 2014.

Remarks:

1 of 2 Forms 4

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