

MILLER HERMAN INC

Form 8-K

October 08, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report: October 7, 2013

(Date of earliest event reported)

HERMAN MILLER, INC.

(Exact name of registrant as specified in its charter)

Michigan

(State or Other Jurisdiction of
incorporation)

001-15141

(Commission File No.)

38-0837640

(IRS Employer
Identification no.)

855 East Main Avenue

Zeeland, Michigan

(Address of Principal Executive Offices)

(616) 654-3000

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

49464

(Zip Code)

Item 5.07 Submission of Matters of a Vote of Security Holders

The annual meeting of the shareholders of the Company was held on October 7, 2013, at which:

(1) The following nominees were elected to serve three-year terms on the company's Board of Directors by the following votes:

	Lisa A. Kro	Dorothy A. Terrell	David O. Ulrich	Michael A. Volkema
For	48,437,041	48,139,231	48,296,691	46,567,754
Withheld	597,747	895,557	738,097	2,467,034
Broker non-votes	3,183,207	3,183,207	3,183,207	3,183,207

The following individuals continued their service as Directors of the company: Mary Vermeer Andringa, David A. Brandon, Douglas D. French, J. Barry Griswell, John R. Hoke, James R. Kackley, and Brian C. Walker.

(2) Ernst & Young LLP was approved as the company's independent auditors for the fiscal year ended May 31, 2014, by the following votes:

Ratification of Independent Auditors

For	51,327,080
Against	336,122
Abstain	554,793
Broker non-votes	n/a

(3) The 2013 Executive Incentive Cash Bonus Plan was approved by the following votes:

Approval of the 2013 Executive Cash Bonus Plan

For	47,635,848
Against	819,170
Abstain	579,770
Broker non-votes	3,183,207

(4) The compensation paid to the Company's named executive officers was approved on an advisory basis by the following votes:

Approve, On an Advisory Basis, Executive Compensation

For	47,812,846
Against	638,466
Abstain	583,476
Broker non-votes	3,183,207

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: October 8, 2013

HERMAN MILLER, INC.

(Registrant)

By: /s/ Jeffrey M. Stutz
Jeffrey M. Stutz
Chief Accounting Officer (Principal Accounting
Officer and Duly Authorized Signatory for
Registrant)