

MILLER HERMAN INC
Form 8-K
June 07, 2018

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: June 7, 2018
(Date of earliest event reported)
HERMAN MILLER, INC.
(Exact name of registrant as specified in its charter)

| | | |
|---------------------------------|-------------|----------------|
| Michigan | 001-15141 | 38-0837640 |
| (State or Other Jurisdiction of | (Commission | (IRS |
| incorporation) | File No.) | Employer |
| | | Identification |
| | | no.) |

855 East Main Avenue
Zeeland, Michigan 49464
(Address of Principal (Zip Code)
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))
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Item 1.01 Entry into a Material Definitive Agreement

On June 7, 2018, Herman Miller Holdings Limited, a wholly owned subsidiary of Herman Miller, Inc., (the "Company") entered into an agreement and acquired 33% of the outstanding equity of Nine United Denmark A/S, d/b/a HAY ("HAY"), a Copenhagen, Denmark-based, design leader in furniture and ancillary furnishings for residential and contract markets in Europe and Asia. The Company acquired its 33% ownership interest in HAY for approximately \$66 million in cash. The Company also acquired the rights to the HAY brand in North America under a long-term license agreement for approximately \$5 million in cash. The Company closed the transaction on June 7, 2018.

The Company issued a press release on June 7, 2018, announcing the execution of the purchase agreement and license agreement. A copy of this press release is attached as Exhibit 99.1.

Item 7.01 Regulation FD Disclosure

The Company is also providing transaction highlights materials, which are attached as Exhibit 99.2.

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: June 7, 2018 HERMAN MILLER, INC.
(Registrant)

By: /s/ Kevin J. Veltman
Kevin J. Veltman
Vice President of Investor Relations & Treasurer (Duly Authorized Signatory for
Registrant)