GOODSON KENNETH L JR

Form 4

January 31, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287

January 31, Expires: 2005

OMB APPROVAL

Estimated average 0.5

burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

GOODSON KENNETH L JR		Symbol	Symbol					Issuer				
			MILLE	MILLER HERMAN INC [MLHR]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	3. Date of Earliest Transaction					(Transfer of the control of the con			
			(Month/D	Day/Year	r)				Director		Owner	
855 EAST MAIN AVENUE, P.O.			01/27/2	01/27/2006					Officer (give titleX_ Other (specify below)			
BOX 302										VP Operations		
	(Street)	4. If Ame	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
	Filed(Mon	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
ZEELAND,	, MI 49464								Person	viore than One Re	eporung	
(City)	(State)	(Zip)	Tabl	le I - No	n-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction I	Deemed						5. Amount of	6. Ownership			
Security	(Month/Day/Year) Execution Date, if			Transaction(A) or Disposed of (D)					Securities	Form: Direct		
(Instr. 3)		any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership	
		(10101	illi/Day/Teal)	/Day/Year) (Instr. 8)				Following	(Instr. 4)	(Instr. 4)		
				(4)			Reported					
						(A) or			Transaction(s)			
				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	01/27/2006			M		3,909	A	\$ 27.16	37,680.726 (1)	D		
Common Stock	01/27/2006			F		3,493	D	\$ 30.39	34,187.726	D		
Common Stock	01/27/2006			F		152	D	\$ 30.39	34,035.726	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

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. Transactic Code (Instr. 8)	5. Number boof 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	\$ 27.16	01/27/2006		M	3,909	04/16/2005	05/15/2006	Common Stock	3,9

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

GOODSON KENNETH L JR 855 EAST MAIN AVENUE P.O. BOX 302 ZEELAND, MI 49464

EVP Operations

Signatures

By: Angela C. Burgess For: Kenneth L. Goodson

01/31/2006

**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).
- The directly owned common stock holdings reflected in Table I of this form include shares purchased through Herman Miller's 1995 Employees' Stock Purchase Plan, which satisfies the exemption requirements of Rule 16b-3.

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.

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