

STEELCASE INC  
Form 8-K  
December 08, 2016

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

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Form 8-K

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**CURRENT REPORT**

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

Date of Report (Date of earliest event Reported): December 8, 2016

**Steelcase Inc.**

(Exact Name of Registrant as Specified in Charter)

**Michigan**

(State or Other Jurisdiction of  
Incorporation)

**1-13873**

(Commission File Number)

**38-0819050**

(I.R.S. Employer Identification  
Number)

**901 44th Street SE, Grand Rapids, Michigan 49508**

(Address of Principal Executive Offices) (Zip Code)

**(616) 247-2710**

(Registrant's telephone number, including area code)

**None**

(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:

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))



**Item 2.02. Results of Operations and Financial Condition.**

On December 8, 2016, the Company issued a press release announcing preliminary financial results for the quarter ended November 25, 2016. A copy of the press release is attached as Exhibit 99.1.

The press release contains a non-GAAP financial measure. A “non-GAAP financial measure” is defined as a numerical measure of a company's financial performance that excludes or includes amounts so as to be different than the most directly comparable measure calculated and presented in accordance with GAAP in the statements of income, balance sheets or statements of cash flows of the Company. Pursuant to the requirements of Regulation G, the Company has provided a reconciliation within the press release of the non-GAAP financial measure to the most directly comparable GAAP financial measure.

The non-GAAP financial measure used within the Company's press release is adjusted earnings per share, which represents earnings per share, excluding restructuring costs (benefits), and the related income tax effect.

This measure is presented because management uses this information to monitor and evaluate financial results and trends. Therefore, management believes this information is also useful for investors.

The information furnished pursuant to this Item 2.02 to this Current Report on Form 8-K (including the exhibits hereto) shall not be considered “filed” under the Securities Exchange Act of 1934, as amended, nor shall it be incorporated by reference into future filings by the Company under the Securities Act of 1933, as amended, or under the Securities Exchange Act of 1934, as amended, unless the Company expressly sets forth in such future filing that such information is to be considered “filed” or incorporated by reference therein.

**Item 9.01. Financial Statements and Exhibits.**

(d) EXHIBITS.

| Exhibit Number | Description   |
|----------------|---|
| 99.1           | Preliminary Financial Results - Third Quarter Ended November 25, 2016 |

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**SIGNATURE**

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

**Steelcase Inc.**

Date: December 8, 2016

By: /s/ Mark T. Mossing  
Mark T. Mossing  
Corporate Controller and Chief Accounting Officer  
(Duly Authorized Officer and Principal Accounting  
Officer)

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**EXHIBIT INDEX**

| Exhibit Number | Description   |
|----------------|---|
| 99.1           | Preliminary Financial Results - Third Quarter Ended November 25, 2016 |