

PITNEY BOWES INC /DE/
Form 4
July 05, 2016

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Wright Mark F

(Last) (First) (Middle)
3001 SUMMER STREET
(Street)

STAMFORD, CT 06926

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PITNEY BOWES INC /DE/ [PBI]

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2016

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)
____ 10% Owner
____ Other (specify below)
Exec VP & Pres PB Commerce So

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/01/2016		M		6,626 A \$ 0	59,514.3965	D
Common Stock	07/01/2016		F		2,780 D \$ 17.805	56,734.3965	D
Common Stock	07/01/2016		M		5,252 A \$ 0	61,986.3965	D
Common Stock	07/01/2016		F		2,204 D \$ 17.805	59,782.3965	D
Common Stock	07/01/2016		M		2,993 A \$ 0	62,775.3965	D

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Common Stock 07/01/2016 F 1,256 D \$ 17.805 61,519.3965 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
Restricted Stock Units	<u>(1)</u>	07/01/2016		M	5,252	07/01/2016 ⁽²⁾ 04/30/2023	Common Stock	5,252
Restricted Stock Units	<u>(1)</u>	07/01/2016		M	2,993	07/01/2016 ⁽³⁾ 02/09/2024	Common Stock	2,993
Restricted Stock Units	<u>(1)</u>	07/01/2016		M	6,626	07/01/2016 ⁽⁴⁾ 02/08/2025	Common Stock	6,626

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wright Mark F 3001 SUMMER STREET STAMFORD, CT 06926			Exec VP & Pres	Commerce So

Signatures

Laurie Bellocchio - POA Mark F. Wright 07/05/2016

**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) Each restricted stock unit represents a contingent right to receive one share of Pitney Bowes stock.

All of the remaining outstanding restricted stock units previously granted to the reporting person on May 1, 2013 vested in connection

(2) with the reporting persons employment termination as an officer of the Company as a result of a sale of business, and such vested restricted stock units settled for shares of the Company common stock.

All of the remaining outstanding restricted stock units previously granted to the reporting person on February 10, 2014 vested in

(3) connection with the reporting persons employment termination as an officer of the Company as a result of a sale of business and such vested restricted stock units settled for shares of the Company common stock.

All of the remaining outstanding restricted stock units previously granted to the reporting person on February 9, 2015 vested in

(4) connection with the reporting persons employment termination as an officer of the Company as a result of a sale of business and such vested restricted stock units settled for shares of the Company common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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