

PITNEY BOWES INC /DE/

Form 4

February 05, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Green Steven J

(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)  
02/03/2015

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

VP Finance &amp; CAO

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	02/03/2015		M		621	A	\$ 0
Common Stock	02/03/2015		F		230	D	\$ 22.57
Common Stock	02/03/2015		M		1,183	A	\$ 0
Common Stock	02/03/2015		F		438	D	\$ 22.57
Common Stock	02/03/2015		M		1,819	A	\$ 0

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Common Stock	02/03/2015	F	665	D	\$ 22.57	25,089.399	D	
Common Stock	02/03/2015	M	1,047	A	\$ 0	26,136.399	D	
Common Stock	02/03/2015	F	388	D	\$ 22.57	25,748.399	D	
Common Stock	02/03/2015	M	6,889	A	\$ 0	32,637.399	D	
Common Stock	02/03/2015	F	2,729	D	\$ 22.57	29,908.399	D	
Common Stock						7,805.6427	I	By 401(k) plan
Common Stock						659	I	Owned by Spouse

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

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SEC 1474  
(9-02)

**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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit	\$ 0	02/03/2015		M	621	02/03/2015 <sup>(1)</sup>	<sup>(1)</sup>	Common Stock 621
Restricted Stock Unit	\$ 0	02/03/2015		M	1,183	02/03/2015 <sup>(2)</sup>	<sup>(2)</sup>	Common Stock 1,183
Restricted Stock Unit	\$ 0	02/03/2015		M	1,819	02/03/2015 <sup>(3)</sup>	<sup>(3)</sup>	Common Stock 1,819
Restricted Stock Unit	\$ 0	02/03/2015		M	1,047	02/03/2015 <sup>(4)</sup>	<sup>(4)</sup>	Common Stock 1,047
	\$ 0	02/03/2015		M	6,889	02/03/2015 <sup>(5)</sup>	<sup>(5)</sup>	6,889

Market  
Stock Unit

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Green Steven J 3001 SUMMER STREET STAMFORD, CT 06926			VP Finance & CAO	

## Signatures

Laurie Bellocchio - POA for Steven J  
Green 02/05/2015

\_\_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) The last of four vesting tranches vested.
- (2) The third of four vesting tranches vested leaving 1,184 shares to vest on 2/2/2016.
- (3) The second of four vesting tranches vested, leaving 1,820 shares to vest on 2/2/2016 and 1,819 to vest on 2/7/2017.
- (4) The first of three vesting tranches vested, leaving 1,047 shares to vest on 2/2/2016 and 1,047 to vest on 2/7/2017.
- (5) The MSUs were granted on 2/3/2012 and have a three year cliff vesting.

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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