

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Pitc Roger 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 ____ Other (specify
below) below)

Exec VP & Chief Innov Officer

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/03/2015		M	4,325 A \$ 0	9,534.2459	D	
Common Stock	02/03/2015		F	1,667 D \$ 22.57	7,867.2459	D	
Common Stock	02/03/2015		M	3,461 A \$ 0	11,328.2459	D	
Common Stock	02/03/2015		F	1,151 D \$ 22.57	10,177.2459	D	
Common Stock	02/03/2015		M	1,994 A \$ 0	12,171.2459	D	

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Common Stock 02/03/2015 F 679 D \$ 22.57 11,492.2459 D

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

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(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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit	\$ 0	02/03/2015		M	4,325	02/03/2015 ⁽¹⁾	⁽¹⁾	Common Stock 4,325
Restricted Stock Unit	\$ 0	02/03/2015		M	3,461	02/03/2015 ⁽²⁾	⁽²⁾	Common Stock 3,461
Restricted Stock Unit	\$ 0	02/03/2015		M	1,994	02/03/2015 ⁽³⁾	⁽³⁾	Common Stock 1,994

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Pilc Roger J 3001 SUMMER STREET STAMFORD, CT 06926	Exec VP & Chief Innov Officer

Signatures

Laurie Bellocchio - POA for Roger J. Pilc 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 two vesting tranches vested.

(2) The second of four vesting tranches vested, leaving 3,460 shares to vest on 2/2/2016 and 3,460 to vest on 2/7/2017.

(3) The first of three vesting tranches vested, leaving 1,994 shares to vest on 2/2/2016 and 1,995 to vest on 2/7/2017.

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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