SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
O MEARA VICKI A	PITNEY BOWES INC /DE/ [PBI]	Director: — 10% Owner: — Officer (give title below): X Other (specify below): EVP/Pres. PBMS & Gov & Postal
(Last) (First) (Middle): ONE ELMCROFT ROAD	3. Date of Earliest Transaction (Month/Day/Year): 02/05/2013	
(Street): STAMFORD CT 06926	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line): X Form filed by One Reporting Person; Form filed by More than One Reporting Person
(City) (State) (Zip)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/05/2013	02/05/2013	M		1,642	A	$0	15,307	D	
Common Stock	02/05/2013	02/05/2013	F		545	D	$13.295	14,762	D	
Common Stock	02/05/2013	02/05/2013	M		5,614	A	$0	20,376	D	
Common Stock	02/05/2013	02/05/2013	F		2,189	D	$13.295	18,187	D	
Common Stock	02/05/2013	02/05/2013	M		1,839	A	$0	20,026	D	
Common Stock	02/05/2013	02/05/2013	F		610	D	$13.295	19,416	D	
Common Stock	02/05/2013	02/05/2013	M		2,158	A	$0	21,574	D	
Common Stock	02/05/2013	02/05/2013	F		716	D	$13.295	20,858	D	
Common Stock	02/05/2013	02/05/2013	M		3,044	A	$0	23,902	D	
Common Stock	02/05/2013	02/05/2013	F		1,010	D	$13.295	22,892	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	$0	02/05/2013		M			1,642	02/05/2013	02/05/2013	Common Stock	1,642	$0	0	D	
Restricted Stock Unit	$0	02/05/2013		M			5,614	02/05/2013	02/05/2013	Common Stock	5,614	$0	0	D	
Restricted Stock Unit	$0	02/05/2013		M			1,839	02/05/2013(1)	02/04/2014	Common Stock	1,839	$0	1,839	D	
Restricted Stock Unit	$0	02/05/2013		M			2,158	02/05/2013(2)	02/03/2015	Common Stock	2,158	$0	4,315	D	
Restricted Stock Unit	$0	02/05/2013		M			3,044	02/05/2013(3)	02/02/2016	Common Stock	3,044	$0	9,131	D	

Explanation of Responses:

1. The third of four vesting traunches has vested leaving 1,839 shares yet to vest on 2/4/2014.
2. The second of four vesting traunches has vested leaving 2,157 shares to vest on 2/4/2014 and 2,158 to vest on 2/3/2015.
3. The first of four vesting traunches has vested leaving 3,044 shares to vest on 2/4/2014, 3,043 to vest on 2/3/2015 and 3,044 to vest on 2/2/2016.

Jean Jacob - POA for Vicki O'Meara — 02/06/2013

** Signature of Reporting Person — Date

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

* 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).

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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