

PITNEY BOWES INC /DE/  
Form 4  
February 06, 2014

# FORM 4

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

OMB APPROVAL

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## 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 \*  
Green Steven J

(Last) (First) (Middle)

WORLD HEADQUARTERS 1  
ELMCROFT ROAD

(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)  
02/04/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP Finance & CAO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Price (D)		
Common Stock	02/04/2014		M		752 A \$ 0		D
Common Stock	02/04/2014		F		306 D \$ 24.74		D
Common Stock	02/04/2014		M		1,820 A \$ 0		D
Common Stock	02/04/2014		F		770 D \$ 24.74		D
Common Stock	02/04/2014		M		1,184 A \$ 0		D

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Common Stock	02/04/2014	F	501	D	\$ 24.74	22,402.3999	D	
Common Stock	02/04/2014	M	621	A	\$ 0	23,023.3999	D	
Common Stock	02/04/2014	F	224	D	\$ 24.74	22,799.3999	D	
Common Stock						7,584.5056	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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(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 (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	Amount or Number of Shares
Restricted Stock Unit	\$ 0	02/04/2014		M	752	02/04/2014	02/04/2014	Common Stock	752		
Restricted Stock Unit	\$ 0	02/04/2014		M	621	02/04/2014 <sup>(1)</sup>	02/03/2015	Common Stock	621		
Restricted Stock Unit	\$ 0	02/04/2014		M	1,184	02/04/2014 <sup>(2)</sup>	02/02/2016	Common Stock	1,184		
Restricted Stock Unit	\$ 0	02/04/2014		M	1,820	02/04/2014 <sup>(3)</sup>	02/07/2017	Common Stock	1,820		

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director      10% Owner      Officer      Other

Green Steven J  
WORLD HEADQUARTERS 1 ELMCROFT ROAD  
STAMFORD, CT 06926

VP  
Finance &  
CAO

## Signatures

Richard Martorana - POA for Steven J  
Green 02/05/2014

\_\_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 third of four vesting tranches vested, leaving 621 shares to vest on 2/3/2015.
- (2) The second of four vesting tranches vested, leaving 1,183 shares to vest on 2/3/2015 and 1,184 to vest on 2/2/2016.
- (3) The first of four vesting tranches vested, leaving 1,819 shares to vest on 2/3/2015, 1,820 to vest on 2/2/2016 and 1,819 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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