

PITNEY BOWES INC /DE/

Form 4

February 06, 2013

**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 \*  
O MEARA VICKI A

(Last) (First) (Middle)

ONE 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)  
02/05/2013

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)  
EVP/Pres. PBMS & Gov & Postal

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)
			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

Edgar Filing: PITNEY BOWES INC /DE/ - Form 4

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

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 (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)			
				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
Restricted Stock Unit	\$ 0	02/05/2013		M		5,614		02/05/2013	02/05/2013	Common Stock	5,614
Restricted Stock Unit	\$ 0	02/05/2013		M		1,839		02/05/2013 <sup>(1)</sup>	02/04/2014	Common Stock	1,839
Restricted Stock Unit	\$ 0	02/05/2013		M		2,158		02/05/2013 <sup>(2)</sup>	02/03/2015	Common Stock	2,158
Restricted Stock Unit	\$ 0	02/05/2013		M		3,044		02/05/2013 <sup>(3)</sup>	02/02/2016	Common Stock	3,044

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O MEARA VICKI A ONE ELMCROFT ROAD STAMFORD, CT 06926			EVP/Pres. PBMS & Gov & Postal	

## Signatures

Jean Jacob - POA for Vicki  
O'Meara

02/06/2013

\_\_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 has vested leaving 1,839 shares yet to vest on 2/4/2014.
- (2) The second of four vesting tranches 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 tranches 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.