Catapano Joseph Ronald Form 3 August 11, 2017

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement PITNEY BOWES INC /DE/ [PBI] A Catapano Joseph Ronald (Month/Day/Year) 08/04/2017 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 3001 SUMMER STREET (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting Officer Other Person STAMFORD, CTÂ 06926 (give title below) (specify below) Form filed by More than One VP, Chief Accounting Officer Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock D Â 4,425.0298 Common Stock 978.9332 I 401(k)Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

3. Title and Amount of 6. Nature of 1. Title of Derivative Security 2. Date Exercisable and (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Indirect Beneficial (Month/Day/Year) Derivative Security or Exercise Form of Ownership (Instr. 4) Price of Derivative (Instr. 5) Derivative Security:

Edgar Filing: Catapano Joseph Ronald - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	(2)	(2)	Common Stock	217	\$ <u>(1)</u>	D	Â
Restricted Stock Units	(2)	(2)	Common Stock	389	\$ <u>(1)</u>	D	Â
Restricted Stock Units	(2)	(2)	Common Stock	3,258	\$ <u>(1)</u>	D	Â
Performance Stock Units	(4)	(4)	Common Stock	834	\$ (3)	D	Â
Performance Stock Units	(4)	(4)	Common Stock	1,748	\$ (3)	D	Â
Performance Stock Units	(4)	(4)	Common Stock	1,396	\$ (3)	D	Â
Stock Options	02/11/2009(5)	02/10/2018	Common Stock	2,425	\$ 36.96	D	Â
Stock Options	02/09/2010(6)	02/08/2019	Common Stock	3,956	\$ 24.75	D	Â
Stock Options	02/08/2011(6)	02/07/2020	Common Stock	4,379	\$ 22.09	D	Â
Stock Options	02/14/2012(6)	02/13/2021	Common Stock	3,486	\$ 26.07	D	Â
Stock Options	02/14/2017(6)	02/07/2026	Common Stock	3,463	\$ 16.82	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
Catapano Joseph Ronald 3001 SUMMER STREET STAMFORD, CT 06926	Â	Â	VP, Chief Accounting Officer	Â		

Signatures

/s/ Laurie Bellocchio - POA for Joseph R.
Catapano 08/11/2017

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Reporting Owners 2

Edgar Filing: Catapano Joseph Ronald - Form 3

- (1) Each restricted stock unit represents a contingent right to receive one share of Pitney Bowes stock.
- (2) The restricted stock units vest in three equal annual installments.
- (3) Each performance stock unit represents a contingent right to receive Pitney Bowes common stock based upon pre-determined performance factors.
- The performance stock units (PSUs) represent a contingent right to receive Pitney Bowes common stock with a 3 year cliff vesting. The shares that will vest are based on the pre-established performance standards set by the Board upon making each award, and could result in more of less shares being issued at the time of the vesting due to the pre-established performance standards. Depending on financial performance, the resulting number of shares released can range from zero to a maximum of 200% of grant.
- (5) The stock option grant vest in four equal annual installments.
- (6) The stock option grant vest in three equal annual installments.

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.