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

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 | | | | | | | | | |
|--------------------------|----------------------|--|--|--|--|--|--|--|--|
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| Estimated average burden | | | | | | | | | |
| hours per response | 0.5 | | | | | | | | |

| 1. Name and Address of Reporting Person* Goldstein Daniel J | | orting Person [*] | 2. Issuer Name and Ticker or Trading Symbol PITNEY BOWES INC /DE/ [PBI] | 5. Relationship of Reporting Person(s) to Issuer | | | | |
|---|------------------|----------------------------|--|--|--|--|--|--|
| (Last) 3001 SUMMEI | (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 02/09/2015 | Check all applicable) Director 10% Owner X Officer (give Other (specify title below) below) EVP/Chief Legal & Compliance | | | | |
| (Street) STAMFORD (City) | CT (State) | 06926 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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. Transact Code (Instr. 8) | | 4. Secui Acquired Dispose (Instr. 3, | d (A) d of 4 aı | or (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 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 | (Instr. 3 and | (111311. 4) | | | |

| 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. Transac Code (Instr. 8 | | of Deriva Securi Acquir (A) or Dispos of (D) (Instr. | Derivative Securities Acquired (A) or Disposed | | ion Date | Date Amount of | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: 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 Units | (1) | 02/09/2015 | | A | | 8,944 | | (3) | (3) | Common Stock | 8,944 | \$ 22.64 | 25,714 | D | |
| Performance Stock Units | (2) | 02/09/2015 | | A | | 22,214 | | (4) | (4) | Common Stock | 22,214 | \$ 21.27 | 40,334 | D | |

Explanation of Responses:

- 1. Each unit represents a contingent right to receive one share of Pitney Bowes common stock.
- 2. Each performance stock unit represents a contingent right to receive Pitney Bowes common stock based upon pre-determined performance factors.
- 3. Each unit represents a contingent right to receive one share of Pitney Bowes common stock that will vest in three (3) equal annual installments beginning February 9, 2016.
- 4. 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.

Laurie Bellocchio - POA for Daniel Goldstein

** 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.

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 Number.