

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

| OMB APPROVAL | |
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|---|---|---|
| 1. Name and Address of Reporting Person* <u>Goldstein Daniel J</u> (Last) (First) (Middle) 3001 SUMMER STREET (Street) STAMFORD CT 06926 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>PITNEY BOWES INC /DE/ [PBI]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP/Chief Legal & Compliance</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) 02/21/2018 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 02/21/2018 | | M ⁽¹⁾ | | 590 | A | \$0.00 | 56,115.8606 | D | |
| Common Stock | 02/21/2018 | | F ⁽¹⁾ | | 590 | D | \$12.21 | 55,525.8606 | D | |
| Common Stock | 02/21/2018 | | M ⁽²⁾ | | 106 | A | \$0.00 | 55,631.8606 | D | |
| Common Stock | 02/21/2018 | | F ⁽²⁾ | | 106 | D | \$12.21 | 55,525.8606 | 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 |
| Restricted Stock Units | (3) | 02/21/2018 | | M ⁽¹⁾ | | | 590 | (4) | (4) | Common Stock | 590 | \$0.00 | 26,325 | D | |
| Performance Stock Units | (5) | 02/21/2018 | | M ⁽²⁾ | | | 106 | (6) | (6) | Common Stock | 106 | \$0.00 | 3,005 | D | |

Explanation of Responses:

- The vesting is to pay for Social Security and Medicare Taxes on the 2015, 2016 and 2017 Grants that were deferred.
- The vesting is to pay for Social Security and Medicare Taxes on the 2015 Grant that was deferred.
- Each unit represents a contingent right to receive one share of Pitney Bowes common stock.
- Each unit represents a contingent right to receive one share of Pitney Bowes common stock that will vest in three (3) equal annual installments.
- 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 or 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.

Remarks:

/s/ George Brereton - POA for Daniel Goldstein 02/23/2018

** 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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