FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number: 3235-028									
Estimated average burden									
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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

		Reporting Person* <u>c Bradley</u>						er or Tradin S INC /I				(Ched	lationship of ck all applical Director Officer (c	ble)	Person	(s) to Issue 10% Ow Other (sp	ner
(Last) (First) (Middle) 3001 SUMMER STREET					3. Date of Earliest Transaction (Month/Day/Year) 02/04/2020					x	X Officer (give title Officer (specify below)  President and CEO						
(Street) STAMFORD CT 06926					4. If Amendment, Date of Original Filed (Month/Day/Year)					- 1	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person						
(City)	(5	State)	(Zip)														
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date					saction   2A. Deemed   Execution Date, if any (Month/Day/Year)		Code (Instr.			5. Amount Securities Beneficiall Owned Fo Reported	y I	6. Own Form: I (D) or I (I) (Inst	Direct II ndirect E r. 4) C	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code			v	Amount (A) or (D) P		Price	Transactio				1150.4)		
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/Yea	Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		A) ed of	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 derivative Securities Beneficial Owned Following Reported Transactio	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable		epiration ate	Title	Amount or Number of Shares		(Instr. 4)	on(s)		
Restricted Stock Units <sup>(1)</sup>	(2)	02/04/2020		A		326,633		(3)		(3)	Common Stock	326,633	\$3.98	1,059,7	36	D	
Stock Option <sup>(1)</sup>	(4)	02/04/2020		A		1,287,129		02/05/2021	02	2/03/2030	Common Stock	1,287,129	\$0.00	3,752,13	38	D	

## **Explanation of Responses:**

- 1. All awards listed in Table II above are subject to the terms of the 2018 Stock Plan including applicable share limits.
- 2. Each unit represents a contingent right to receive one share of Pitney Bowes common stock.
- 3. Each unit represents a contingent right to receive one share of Pitney Bowes common stock that will vest over a three year period on the second Tuesday in February.
- 4. The grant price for the stock option was calculated at 100% of the closing price on February 5, 2020 which was \$xx.xx.

## Remarks:

/s/ George Brereton - POA for

\*\* Signature of Reporting Person

02/05/2020

Marc B. Lautenbach

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.