

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

SCHEDULE 14A
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under § 240.14a-12

PITNEY BOWES INC.

(Name of Registrant as Specified In Its Charter)

HESTIA CAPITAL PARTNERS LP
HELIOS I, LP
HESTIA CAPITAL PARTNERS GP, LLC
HESTIA CAPITAL MANAGEMENT, LLC
KURTIS J. WOLF
MILENA ALBERTI-PEREZ
TODD A. EVERETT
KATIE A. MAY
LANCE E. ROSENZWEIG

(Name of Persons(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required
 - Fee paid previously with preliminary materials
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
-

Hestia Capital Partners, LP (“Hestia Capital”), together with the other participants named herein (collectively, “Hestia”), has filed a definitive proxy statement and accompanying WHITE universal proxy card with the Securities and Exchange Commission (“SEC”) to be used to solicit votes for the election of its slate of highly-qualified director nominees at the 2023 annual meeting of stockholders (the “Annual Meeting”) of Pitney Bowes Inc., a Delaware corporation (the “Company”).

Item 1: On April 12, 2023, Hestia issued the below press release. The press release also included a link to the Investor Presentation in the form attached as Exhibit 1 to Form DFAN14A filed by Hestia Capital with the SEC on April 11, 2023, which is incorporated herein by reference.

Hestia Capital Releases Presentation Detailing the Urgent Need for Changes in Leadership and Strategy at Pitney Bowes

Visit www.TransformPBI.com to Download a Copy of the Presentation and Obtain Information About How to Vote on the **WHITE** Universal Proxy Card

PITTSBURGH--(BUSINESS WIRE)--Hestia Capital Management, LLC (collectively with its affiliates, “Hestia” or “we”), which is the third largest stockholder of Pitney Bowes, Inc. (NYSE: PBI) (“Pitney Bowes” or the “Company”) and has a beneficial ownership position of 8.5% of the Company’s outstanding common stock, today announced that it has issued a presentation that details the urgent need for boardroom change and opportunity for a sustainable, value-enhancing turnaround. Notably, Hestia’s director candidates have prepared a comprehensive six-pillar plan that targets a \$15+ stock price in the coming years, which they believe will also help improve the Company’s credit profile. The six-pillar plan can be viewed at the following link: bit.ly/TransformPitneyBowes.

As a reminder, Hestia is seeking to elect five highly qualified and independent candidates to Pitney Bowes’ nine-member Board of Directors (the “Board”) at the Annual Meeting of Stockholders (the “Annual Meeting”) on May 9, 2023. To maximize the likelihood of a turnaround at Pitney Bowes, we urge you to vote for Hestia’s full slate on the **WHITE** universal proxy card or **WHITE** voting instruction form. Visit www.TransformPBI.com to download a copy of the presentation and sign up for future updates.

About Hestia Capital

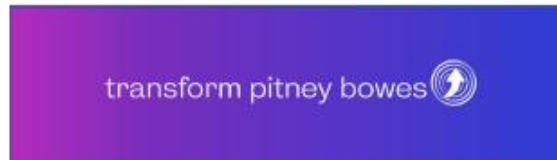
Hestia Capital is a long-term focused, deep value investment firm that typically makes investments in a narrow selection of companies facing company-specific, and/or industry, disruptions. Hestia seeks to leverage its General Partner’s expertise in competitive strategy, operations and capital markets to identify attractive situations within this universe of disrupted companies. These companies are often misunderstood by the general investing community or suffer from mismanagement, which we reasonably expect to be corrected, and provide the ‘price dislocations’ which allows Hestia to identify, and invest in, highly attractive risk/reward investment opportunities.

Contacts

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Saratoga Proxy Consulting LLC
John Ferguson / Joe Mills, 212-257-1311
info@saratogaproxy.com

Item 2: On April 12, 2023, Hestia sent the following email to subscribers of www.TransformPitneyBowes.com:



Pitney Bowes Stakeholder,

This morning, we released a presentation that details the urgent need for changes in leadership and strategy at Pitney Bowes.

[VIEW OUR PRESENTATION](#)

Our presentation details our nominees' comprehensive six-pillar plan that targets a \$15+ stock price in the coming years, which we believe will also help improve the Company's credit profile.

Visit www.TransformPBI.com to meet our nominees and obtain information about how to vote on the **WHITE Universal Proxy Card**.

[HOW TO VOTE WHITE](#)

Thank you again for your interest and continued support.

Sincerely,
The Hestia Slate

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Item 3: On April 12, 2023, Hestia posted the following material to LinkedIn:



Hestia Capital Management, LLC

97 followers

1h •

+ Follow ...

Today, we released a presentation detailing the urgent need for changes in leadership and strategy at **Pitney Bowes**. Notably, our director candidates have prepared a comprehensive six-pillar plan that targets a \$15+ stock price in the coming years, which they believe will also help improve the Company's credit profile. The six-pillar plan and presentation can be viewed here: <https://lnkd.in/eZs5tQ7h>.

Legal Disclaimer: bit.ly/3yPW3ET



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Item 4: On April 12, 2023, Hestia posted the following material to www.TransformPitneyBowes.com:

The Hestia slate has a plan that we believe will create long-term value for all stakeholders.




[VIEW OUR SIX-PILLAR PLAN](#)



Resources







Recent News Coverage

-  **Several Pitney Bowes investors to vote for Hestia slate in proxy battle**
MAR 30, 2023
Reuters
-  **Pitney Bowes 'the most compelling investment opportunity' since GameStop in 2020: Strategist**
FEB 24, 2023
Yahoo! Finance
-  **Pitney Bowes investor Hestia seeking to replace board, CEO**
JAN 24, 2023
New York Business Journal



Important Materials

-  **Hestia Capital Releases Presentation Detailing the Urgent Need for Changes in Leadership and Strategy at Pitney Bowes**
APR 12, 2023
-  **Transform Pitney Bowes - Investor Presentation**
APR 11, 2023
-  **Hestia Capital Issues Open Letter to Pitney Bowes Employees Regarding the Path to a Brighter Future**
APR 6, 2023
BusinessWire
-  **Hestia Capital's Letter to Pitney Bowes**

If elected, our nominees will operate with ethics, integrity and transparency in the boardroom – all in the interest of delivering the best outcome for Pitney Bowes stockholders.

[VIEW OUR SIX-PILLAR PLAN](#)

You have an opportunity to transform Pitney Bowes by voting for ALL FIVE Hestia Nominees on the WHITE card at this year's Annual Meeting



[Download Our Investor Presentation](#)

Stockholders have suffered 10 years of losses under CEO Marc Lautenbach and his Board.

Hestia is the third largest stockholder of Pitney Bowes and believes investors deserve better leadership.

Our well-rounded slate has the right experience to oversee a turnaround strategy that we believe will unlock tremendous stockholder value for Pitney Bowes stockholders in the coming years.

[VIEW OUR SIX-PILLAR PLAN](#)

transform pitney bowes 

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[How To Vote](#) [Contact](#)