

OMB APPROVAL	
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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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Green Steven J</u>  (Last) (First) (Middle) WORLD HEADQUARTERS 1 ELMCROFT ROAD  (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) VP Finance
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/05/2013</u>	
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	02/05/2013	02/05/2013	M		646	A	\$0	19,022.3999	D	
Common Stock	02/05/2013	02/05/2013	F		274	D	\$13.295	18,748.3999	D	
Common Stock	02/05/2013	02/05/2013	M		753	A	\$0	19,501.3999	D	
Common Stock	02/05/2013	02/05/2013	F		319	D	\$13.295	19,182.3999	D	
Common Stock	02/05/2013	02/05/2013	M		621	A	\$0	19,803.3999	D	
Common Stock	02/05/2013	02/05/2013	F		263	D	\$13.295	19,540.3999	D	
Common Stock	02/05/2013	02/05/2013	M		1,184	A	\$0	20,724.3999	D	
Common Stock	02/05/2013	02/05/2013	F		501	D	\$13.295	20,223.3999	D	
Common Stock								7,159.3256	I	By 401(k) plan
Common Stock								659	I	Owned by Spouse

**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 Unit	\$0	02/05/2013		M		646		02/05/2013	02/05/2013	Common Stock	646	\$0	0	D	
Restricted Stock Unit	\$0	02/05/2013		M		753		02/05/2013 <sup>(1)</sup>	02/04/2014	Common Stock	753	\$0	752	D	
Restricted Stock Unit	\$0	02/05/2013		M		621		02/05/2013 <sup>(2)</sup>	02/03/2015	Common Stock	621	\$0	1,242	D	
Restricted Stock Unit	\$0	02/05/2013		M		1,184		02/05/2013 <sup>(3)</sup>	02/02/2016	Common Stock	1,184	\$0	3,551	D	

**Explanation of Responses:**

1. The third of four vesting tranches has vested leaving 752 shares yet to vest on 2/4/2014.
2. The second of four vesting tranches has vested leaving 621 shares to vest on 2/4/2014 and 621 to vest on 2/3/2015.
3. The first of four vesting tranches has vested leaving 1,184 shares to vest on 2/4/2014, 1,183 to vest on 2/3/2015 and 1,184 to vest on 2/2/2016.

Jean Jacob - POA for Steven J Green 02/06/2013

\*\* 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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