STAMPS.COM INC
Form 4
March 16, 2017

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUEBNER KYLE

(Last) (First) (Middle)

1990 E. GRAND AVE.

(Street)

EL SEGUNDO, CA 90245

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
STAMPS.COM INC [STMP]

3. Date of Earliest Transaction (Month/Day/Year)
03/14/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
CFO & Co-President

6. 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. 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	03/14/2017		M		6,338	A	$ 12.55	22,556	D	
Common Stock	03/14/2017		M		29,524	A	$ 32.41	52,080	D	
Common Stock	03/14/2017		S		4,800	D	$ 127.7052 (1)	47,280	D	
Common Stock	03/14/2017		S		17,966	D	$ 128.3513 (2)	29,314	D	
	03/14/2017		S		16,363	D		12,951	D	

Common Stock					$ 129.5699 (3)		
Common Stock	03/14/2017	S	10,871	D	$ 130.3405 (4)	2,080	D
Common Stock	03/15/2017	M	17,391	A	$ 32.41	19,471	D
Common Stock	03/15/2017	M	32,609	A	$ 32.41	52,080	D
Common Stock	03/15/2017	S	2,933	D	$ 129.6204 (5)	49,147	D
Common Stock	03/15/2017	S	6,536	D	$ 130.6754 (6)	42,611	D
Common Stock	03/15/2017	S	17,234	D	$ 131.4367 (7)	25,377	D
Common Stock	03/15/2017	S	12,013	D	$ 132.285 (8)	13,364	D
Common Stock	03/15/2017	S	11,284	D	$ 133.2255 (9)	2,080	D
Common Stock	03/16/2017	M	32,043	A	$ 32.41	34,123	D
Common Stock	03/16/2017	M	2,995	A	$ 32.41	37,118	D
Common Stock	03/16/2017	M	10,416	A	$ 66.28	47,534	D
Common Stock	03/16/2017	S	15,752	D	$ 131.1975 (10)	31,782	D
Common Stock	03/16/2017	S	24,068	D	$ 131.8637 (11)	7,714	D
Common Stock	03/16/2017	S	5,634	D	$ 132.9359 (12)	2,080	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Common Stock)	$ 12.55	03/14/2017		M			6,338	05/20/2011	05/20/2021	Common Stock	6,338
Stock Option (Common Stock)	$ 32.41	03/14/2017		M			29,524	10/19/2014	09/19/2024	Common Stock	29,524
Stock Option (Common Stock)	$ 32.41	03/15/2017		M			17,391	10/19/2014	09/19/2024	Common Stock	17,391
Stock Option (Common Stock)	$ 32.41	03/15/2017		M			32,609	10/19/2015	09/19/2024	Common Stock	32,609
Stock Option (Common Stock)	$ 32.41	03/16/2017		M			32,043	10/19/2015	09/19/2024	Common Stock	32,043
Incentive Stock Option (Common Stock)	$ 32.41	03/16/2017		M			2,995	10/19/2015	09/19/2024	Common Stock	2,995
Stock Option (Common Stock)	$ 66.28	03/16/2017		M			10,416	11/18/2015	04/09/2025	Common Stock	10,416

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUEBNER KYLE 1990 E. GRAND AVE. EL SEGUNDO, CA 90245			CFO & Co-President	

Signatures

/s/ Matthew A. Lipson, by Power of Attorney for Kyle Huebner	03/16/2017
**Signature of Reporting Person	Date

Explanation of Responses:

* 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).

(1) This sale price reflects a weighted average of multiple prices ranging from $127.50 to $127.90. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(2) This sale price reflects a weighted average of multiple prices ranging from $128.05 to $128.85. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(3) This sale price reflects a weighted average of multiple prices ranging from $129.00 to $129.95. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(4) This sale price reflects a weighted average of multiple prices ranging from $130.00 to $130.90. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(5) This sale price reflects a weighted average of multiple prices ranging from $129.45 to $129.90. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(6) This sale price reflects a weighted average of multiple prices ranging from $130.00 to $130.95. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(7) This sale price reflects a weighted average of multiple prices ranging from $131.00 to $131.975. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(8) This sale price reflects a weighted average of multiple prices ranging from $132.00 to $132.975. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(9) This sale price reflects a weighted average of multiple prices ranging from $133.00 to $133.70. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(10) This sale price reflects a weighted average of multiple prices ranging from $130.55 to $131.50. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(11) This sale price reflects a weighted average of multiple prices ranging from $131.525 to $132.50. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

(12) This sale price reflects a weighted average of multiple prices ranging from $132.525 to $133.50. Full information regarding the number of shares sold at each price will be provided to the Securities and Exchange Commission staff, the issuer or any security holder, upon request.

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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