#### STAMPS.COM INC

Form 4

February 16, 2017

# FORM 4

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

OMB 3235-0287 Number:

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. See Instruction

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

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER LLOYD I III			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			STAMPS.COM INC [STMP]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
3300 SOUTH DIXIE			02/15/2017	Officer (give title Other (specify		
HIGHWAY, SUITE 1-365		65		below) below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
				_X_ Form filed by One Reporting Person		
WEST PALM BEACH, FL 33405				Form filed by More than One Reporting		
				Person		

(City)	(State) 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. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)  (A)		<b>)</b> )	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/15/2017		Code V S(1)	Amount 6,744	or (D) D	Price \$ 129	(Instr. 3 and 4) 105,165 (2)	I	By Milfam II L.P.
Common Stock							195,269	D	
Common Stock							38,019 (2)	I	By Milfam I L.P.
Common Stock							29,306 (2)	I	By Trust Account
Common Stock							105,350 (2)	I	By Trust A-4 - Lloyd I. Miller

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	Persons who respond to the colle- information contained in this form required to respond unless the for- displays a currently valid OMB co- number.	are not	SEC 1474 (9-02)					
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.								
Common Stock	1,000 (2)	I	By AMIL of Ohio, LLC					
Common Stock	1,000 (2)	I	By Lloyd I. Miller, IV brokerage account					
Common Stock	9,381 (2)	I	By Trust C - Lloyd I. Miller					

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned $(e.g.,\, {\it puts},\, {\it calls},\, {\it warrants},\, {\it options},\, {\it convertible}\, {\it securities})$

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. Transacti Code (Instr. 8)	5. onNumber 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)		8. P Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Common Stock)	\$ 23.18					06/13/2012	06/13/2022	Common Stock	5,000	
Stock Option (Common Stock)	\$ 37.19					06/12/2013	06/12/2023	Common Stock	5,000	
Stock Option (Common Stock)	\$ 34.03					06/11/2014	06/11/2024	Common Stock	5,000	
Stock	\$ 70.77					06/17/2015	06/17/2025	Common	5,000	

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Option Stock

(Common Stock)

Stock

Option (Common \$ 90.68 \qquad \text{Office} \quad \text{Office} \quad \text{Option} \quad \text{Stock} \quad \text{Stock} \quad \text{5,000}

Stock)

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MILLER LLOYD I III 3300 SOUTH DIXIE HIGHWAY SUITE 1-365 WEST PALM BEACH, FL 33405

X

# **Signatures**

/s/ Paul N. Silverstein Attorney-in-fact

02/16/2017

\*\*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 was executed pursuant to a pre-arranged trading plan compliant with Rule 10b5-1.

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. This filing

(2) shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of any equity securities covered by this filing.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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