

HUEBNER KYLE

Form 4

March 07, 2018

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 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

OMB APPROVAL

OMB
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(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)
03/05/2018

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 ____ Other (specify
below) below)

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)
Common Stock	03/05/2018		M	8,333 A	\$ 66.28 9,375	D	
Common Stock	03/05/2018		M	29,268 A	\$ 32.41 38,643	D	
Common Stock	03/05/2018		S ⁽¹⁾	3,386 D	\$ 193.3737 35,257	D	
Common Stock	03/05/2018		S ⁽¹⁾	18,359 D	\$ 194.2758 16,898	D	
	03/05/2018		S ⁽¹⁾	5,567 D	11,331	D	

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Common Stock					\$ 195.3189 (4)		
Common Stock	03/05/2018	S(1)	7,469	D	\$ 196.2418 (5)	3,862	D
Common Stock	03/05/2018	S(1)	1,820	D	\$ 197.3753 (6)	2,042	D
Common Stock	03/05/2018	S(1)	1,000	D	\$ 198.425 (7)	1,042	D
Common Stock	03/07/2018	M	5,661	A	\$ 112	6,703	D
Common Stock	03/07/2018	S(1)	5,661	D	\$ 200.1236 (8)	1,042	D

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

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(9-02)

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)	\$ 66.28	03/05/2018		M	8,333	11/18/2015 04/09/2025	Common Stock 8,333
Stock Option (Common Stock)	\$ 32.41	03/05/2018		M	29,268	10/19/2015 09/19/2024	Common Stock 29,268
Stock Option	\$ 112	03/07/2018		M	5,661	09/01/2017 04/25/2027	Common Stock 5,661

(Common
Stock)

Reporting Owners

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

Signatures

/s/ Matthew A. Lipson,
Attorney-in-Fact

03/07/2018

__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 prearranged trading plan compliant with Rule 10b5-1.

This sales price reflects a weighted average of multiple prices ranging from \$192.80 to \$193.75. 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 sales price reflects a weighted average of multiple prices ranging from \$193.80 to \$194.75. 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 sales price reflects a weighted average of multiple prices ranging from \$194.80 to \$195.75. 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 sales price reflects a weighted average of multiple prices ranging from \$195.80 to \$196.75. 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 sales price reflects a weighted average of multiple prices ranging from \$196.90 to \$197.75. 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 sales price reflects a weighted average of multiple prices ranging from \$197.95 to \$198.80. 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 sales price reflects a weighted average of multiple prices ranging from \$200.00 to \$200.80. 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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