

STAMPS.COM INC

Form 4

June 13, 2013

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MILLER LLOYD I III

(Last) (First) (Middle)

222 LAKEVIEW AVENUE, SUITE  
160-365

(Street)

WEST PALM BEACH, FL 33401

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/12/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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)
				(A) or (D)	Price		
Common Stock					14,744 <sup>(1)</sup> <sup>(2)</sup>	I	By LIMFAM LLC <sup>(3)</sup>
Common Stock					43,920 <sup>(2)</sup> <sup>(4)</sup> <sup>(5)</sup>	I	By Trust C - Lloyd I. Miller
Common Stock					0 <sup>(4)</sup>	I	By Milgrat I (G7)
Common Stock					235,760 <sup>(6)</sup>	D	
					159,398 <sup>(2)</sup>	I	

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Common Stock						By Trust A-4 - Lloyd I. Miller
Common Stock	110,273	(2) (7)	I			By Marli Miller Managed
Common Stock	304,249	(2)	I			By Milfam II L.P.
Common Stock	0	(5) (6) (7)	I			By Milgrat I (X7)
Common Stock	55,000	(2)	I			By Milfam I L.P.
Common Stock	1,000	(2)	I			By Lloyd I. Miller, custodian under Florida UGMA for Lloyd I. Miller, IV
Common Stock	1,000	(2)	I			By AMIL of Ohio, LLC

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

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SEC 1474  
(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)
						Date Exercisable      Expiration Date	Title      Amount or Number of Shares
Stock Option	\$ 14.5			Code   V      (A)      (D)		04/23/2004      04/23/2014	Common Stock      5,000

5/25/2005	05/25/2015	Common Stock	5,000
5/07/2006	06/07/2016	Common Stock	5,000
5/06/2007	06/06/2017	Common Stock	5,000
5/22/2008	05/22/2018	Common Stock	5,000
5/25/2009	06/25/2019	Common Stock	5,000
5/16/2010	06/16/2020	Common Stock	5,000
5/15/2011	06/15/2021	Common Stock	5,000
5/13/2012	06/13/2022	Common Stock	5,000
5/12/2013	06/12/2023	Common Stock	5,000

MILLER LLOYD I III  
222 LAKEVIEW AVENUE  
SUITE 160-365  
WEST PALM BEACH, FL 33401

## Signatures

/s/ David J. Hoyt  
Attorney-in-fact

06/13/2013

\_\_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).

As a result of liquidating distributions to other members of the LLC, the Reporting Person is now reporting 14,744 securities held by

- (1) Milfam NG LLC instead of 29,489 securities held by Milfam NG LLC as reported in prior filings. There has been no change in the Reporting Person's pecuniary interest in the securities referenced herein.

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.

- (3) Milfam NG LLC changed its legal entity name to LIMFAM LLC.

On May 16, 2012, 20,040 securities held by Milgrat I (G7) were transferred to Trust C. Such transaction only effected a change in the

- (4) form of beneficial ownership without changing the reporting person's pecuniary interest in such securities and was exempt from Section 16 of the Securities Exchange Act of 1934 pursuant to Rule 16a-13.

On May 16, 2012, 10,573 securities held by Milgrat I (X7) were transferred to Trust C and on March 1, 2013, 13,307 securities held by

- (5) Milgrat I (X7) were transferred to Trust C. Such transactions only effected a change in the form of beneficial ownership without changing the reporting person's pecuniary interest in such securities and was exempt from Section 16 of the Securities Exchange Act of 1934 pursuant to Rule 16a-13.

On March 1, 2013, 17,312 securities held by Milgrat I (X7) were transferred to Lloyd I. Miller, III. Such transaction only effected a

- (6) change in the form of beneficial ownership without changing the reporting person's pecuniary interest in such securities and was exempt from Section 16 of the Securities Exchange Act of 1934 pursuant to Rule 16a-13.

On March 1, 2013, 17,313 securities held by Milgrat I (X7) were transferred to Marli Miller Managed. Such transaction only effected a

- (7) change in the form of beneficial ownership without changing the reporting person's pecuniary interest in such securities and was exempt from Section 16 of the Securities Exchange Act of 1934 pursuant to Rule 16a-13.

- (8) No purchase price was paid for these options. These options were granted pursuant to the non-employee director automatic option grant program.

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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