STAMPS.COM INC

Form 4

December 08, 2016

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER LLOYD I III	2. Issuer Name and Ticker or Trading Symbol STAMPS.COM INC [STMP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction	(= mi upp.iouoto)			
	(Month/Day/Year)	X Director 10% Owner			
3300 SOUTH DIXIE	12/07/2016	Officer (give title Other (specify			
HIGHWAY, SUITE 1-365		below) below)			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
WEST PALM BEACH, FL 33405	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person 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. Transaction Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		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	12/07/2016		G G	Amount 400	(D)	Price \$ 0	195,269	D	
Common Stock							153,915 <u>(1)</u>	I	By Milfam II L.P.
Common Stock							38,019 (1)	I	By Milfam I L.P.
Common Stock							29,306 (1)	I	By Trust Account
Common Stock							105,350 (1)	I	By Trust A-4 - Lloyd I. Miller

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	Persons who respond to the colle information contained in this forr required to respond unless the fo displays a currently valid OMB conumber.	m are not orm	SEC 1474 (9-02)					
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.								
Common Stock	1,000 (1)	I	By AMIL of Ohio, LLC					
Common Stock	1,000 <u>(1)</u>	I	By Lloyd I. Miller, IV brokerage account					
Common Stock	9,381 <u>(1)</u>	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. Transactic 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)				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 \$ 90.68

06/13/2016 06/13/2026

Common Stock 5,000

Stock)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MILLER LLOYD I III 3300 SOUTH DIXIE HIGHWAY SUITE 1-365

WEST PALM BEACH, FL 33405

X

Signatures

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

**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).

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. This filing (1) 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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