

Jones James Nathan
 Form 3
 August 02, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Jones James Nathan | | (Month/Day/Year) | STAMPS.COM INC [STMP] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 07/25/2018 | | |
| 3800 N. LAMAR BLVD.,Â STE. 220 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | CEO of subsidiary | ShipStation |
| AUSTIN,Â TXÂ 78756 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common | 319 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | | | |

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| | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|-----------------------------|--------------------------------------|----------------------------|----------------------------|
| Stock Option (Common Stock) | 08/03/2016 ⁽¹⁾ 08/03/2025 | Common 28,438 \$ 70.51 | D Â |
| Stock Option (Common Stock) | 02/05/2017 ⁽²⁾ 02/05/2026 | Common 2,813 \$ 87.88 | D Â |
| Stock Option (Common Stock) | 04/01/2018 ⁽³⁾ 03/01/2028 | Common 50,000 \$ 192.25 | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jones James Nathan 3800 N. LAMAR BLVD. STE. 220 AUSTIN, TX 78756 | Â | Â | Â CEO of subsidiary ShipStation | Â |

Signatures

/s/ David M. Zlotchew,
Attorney-in-Fact

08/02/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 option had vested with respect to all but 17,605 shares prior to the date of this Form 3. The option will vest with respect to the remaining shares in 13 approximately equal monthly installments from August 3, 2018 through August 3, 2019.
- (2) This option had vested with respect to all but 1,980 shares prior to the date of this Form 3. The option will vest with respect to the remaining shares in 19 approximately equal monthly installments from August 5, 2018 through February 5, 2020.
- (3) This option vests in 48 approximately equal monthly installments. The first vesting date was April 1, 2018.

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.