

MCBRIDE KENNETH THOMAS
Form 4
November 03, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCBRIDE KENNETH THOMAS

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 (Month/Day/Year)

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

12959 CORAL TREE PLACE

11/01/2011

Chief Executive Officer

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LOS ANGELES, CA 90067

(City) (State) (Zip)

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/01/2011		M		100,000	A	\$ 7.08
Common Stock	11/01/2011		S		100,000	D	\$ 29.8034
Common Stock	11/02/2011		M		19,098	A	\$ 7.08
Common Stock	11/02/2011		M		26,667	A	\$ 9.82
Common Stock	11/02/2011		M		54,235	A	\$ 13.4

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Common Stock	11/02/2011		S	100,000	D	\$ 28.363	4,200	D
Common Stock	11/03/2011		M	20,765	A	\$ 13.4	24,965	D
Common Stock	11/03/2011		M	79,235	A	\$ 13.1	104,200	D
Common Stock	11/03/2011		S	100,000	D	\$ 28.0151	4,200	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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option (Common Stock)	\$ 7.08	11/01/2011		M		100,000	05/02/2002	05/02/2012	Common Stock	100,000
Stock Option (Common Stock)	\$ 7.08	11/02/2011		M		19,098	05/02/2002	05/02/2012	Common Stock	19,098
Stock Option (Common Stock)	\$ 9.82	11/02/2011		M		26,667	10/27/2003	10/27/2013	Common Stock	26,667
Stock Option (Common Stock)	\$ 13.4	11/02/2011		M		54,235	11/03/2004	11/03/2014	Common Stock	54,235
Stock Option (Common Stock)	\$ 13.4	11/03/2011		M		20,765	11/03/2004	11/03/2014	Common Stock	20,765

Stock)

Stock

Option
(Common
Stock)

\$ 13.1

11/03/2011

M

79,235

05/21/2007

05/21/2017

Common
Stock

79,235

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCBRIDE KENNETH THOMAS 12959 CORAL TREE PLACE LOS ANGELES, CA 90067	X		Chief Executive Officer	

Signatures

/s/ Matthew A. Lipson, by Power of Attorney for Ken
McBride

11/03/2011

__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).

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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