Patchen Michael Robert Form 4 November 03, 2011

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

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Person

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Patchen Michael Robert Issuer Symbol STAMPS.COM INC [STMP] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify \_X\_\_ Officer (give title 12959 CORAL TREE PLACE 11/01/2011 below) VP, Information Technology (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person

### LOS ANGELES, CA 90066

| (City)                               | (State)                              | (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                                    |   |        |                  |               |  |   |   |
|--------------------------------------|--------------------------------------|--|------------------------------------|---|--------|------------------|---------------|--|---|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                            | 3.<br>Transac<br>Code<br>(Instr. 8 | 4. Securities Acquired (A) etiomr Disposed of (D) (Instr. 3, 4 and 5) |        |                  | (D)           | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                      |                                      |  | Code '                             | V   | Amount | (A)<br>or<br>(D) | Price         | Transaction(s) (Instr. 3 and 4)  | saction(s) (Instr. 4)                         |   |
| Common<br>Stock                      | 11/01/2011                           |  | M                                  |   | 3,900  | A                | \$ 8.77       | 7,466  | D   |   |
| Common<br>Stock                      | 11/01/2011                           |  | M                                  |   | 5,566  | A                | \$ 12.55      | 13,032   | D   |   |
| Common<br>Stock                      | 11/01/2011                           |  | S                                  |   | 9,466  | D                | \$<br>29.8933 | 3,566  | D   |   |
| Common<br>Stock                      | 11/02/2011                           |  | M                                  |   | 5,434  | A                | \$ 12.55      | 9,000  | D   |   |
| Common<br>Stock                      | 11/02/2011                           |  | M                                  |   | 4,032  | A                | \$ 13.1       | 13,032   | D   |   |

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| Common<br>Stock | 11/02/2011 | S | 9,466 | D | \$<br>28.4346 | 3,566 | D |
|-----------------|------------|---|-------|---|---------------|-------|---|
| Common<br>Stock | 11/03/2011 | A | 5,968 | A | \$ 13.1       | 9,534 | D |
| Common<br>Stock | 11/03/2011 | S | 9,468 | D | \$<br>28.0327 | 66    | 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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | Securities |       | 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<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Option<br>(Common<br>Stock)                | \$ 8.77   | 11/01/2011                           |   | M                                      |            | 3,900 | 03/03/2008   | 03/03/2008         | Common<br>Stock   | 3,900                                  |
| Stock<br>Option<br>(Common<br>Stock)                | \$ 12.55  | 11/01/2011                           |   | M                                      |            | 5,566 | 05/20/2011   | 05/20/2021         | Common<br>Stock   | 5,566                                  |
| Stock<br>Option<br>(Common<br>Stock)                | \$ 12.55  | 11/02/2011                           |   | M                                      |            | 5,434 | 05/20/2011   | 05/20/2021         | Common<br>Stock   | 5,434                                  |
| Stock<br>Option<br>(Common<br>Stock)                | \$ 13.1   | 11/02/2011                           |   | M                                      |            | 4,032 | 06/01/2007   | 06/01/2017         | Common<br>Stock   | 4,032                                  |
| Stock<br>Option<br>(Common                          | \$ 13.1   | 11/03/2011                           |   | M                                      |            | 5,968 | 06/01/2007   | 06/01/2017         | Common<br>Stock   | 5,968                                  |

Stock)

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |             |       |  |  |  |  |
|--------------------------------|---------------|-----------|-------------|-------|--|--|--|--|
|                                | Director      | 10% Owner | Officer     | Other |  |  |  |  |
| Patchen Michael Robert         |               |           | VP,         |       |  |  |  |  |
| 12959 CORAL TREE PLACE         |               |           | Information |       |  |  |  |  |
| LOS ANGELES, CA 90066          |               |           | Technology  |       |  |  |  |  |

# **Signatures**

/s/ Matthew A. Lipson, by Power of Attorney for Michael Patchen

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. 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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