STAMPS.COM INC

Form 4

March 15, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number 3235-0287

OMB APPROVAL

Number:

January 31,

Expires: Sanua Expires:

2005 age

0.5

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Perso Biswas Michael John	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	STAMPS.COM INC [STMP]	(Check all applicable)		
(Last) (First) (Middle	3. Date of Earliest Transaction			
12959 CORAL TREE PLACE	(Month/Day/Year) 03/15/2006	Director 10% Owner _X_ Officer (give title Other (specify below) Vice President of Operations		
(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		Form filed by More than One Reporting Person		

(City)	(State) (Zip) Tabl	e I - Non-D	erivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)		Owned	Indirect (I)	Ownership

(Instr. 3)		any	Code	(Instr. 3, 4	and 5)	Beneficially	(D) or	
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	
							Following	(Instr. 4)	
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	03/15/2006		M	10,000	A	\$ 17.5	11,200	D	
Common Stock	03/15/2006		S	10,000	D	\$ 35	1,200	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

(Instr. 4)

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

Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities	(Month/Da	y/Year)	(Instr. 3 and	4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
	Derivative				or Dispose	d of				
	Security				(D)					
					(Instr. 3, 4,					
					and 5)					
									Amour	
						Date Exerc	isable Expiration	Title	or	
				Code V	(A) (D)	Date		Number of Shar	
						,				
Common	\$ 17.5	03/15/2006		M	10,0	00 11/03/20	04 <u>(1)</u> 11/03/2014	Common	10,00	

5. Number of

Reporting Owners

Reporting Owner Name / Address Relationships

3. Transaction Date 3A. Deemed

Director 10% Owner Officer Other

Biswas Michael John 12959 CORAL TREE PLACE LOS ANGELES, CA 90066

Vice President of Operations

Signatures

1. Title of

Stock

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

03/15/2006

6. Date Exercisable and

7. Title and Amount

Stock

**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).
- (1) This option becomes exercisable in equal installments over 36 months. The first vesting date is December 3, 2004.

Remarks:

All transaction reported on this form were executed pursuant to a prearranged trading plan compliant with Rule 10b5-1.

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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