FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average I | ourden | | | | | | | | |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | | . , | | | | | | | - | | | | | | |
|---------------------------------------|------------------------|------------------|------------------|------------------|-------------------------|-----------------------------------------------------------------|--------------------------|--------|-------------------------------------------------|------------|-----------|--------------|--------------------------------|-----------------------|----------------------------------------------------------------------------|------------------|--------------------------|---------------------------------|----------------------------------------|--|
| Name and Address of Reporting Person* | | | | | | 2. Issuer Name and Ticker or Trading Symbol PFSWEB INC [PFSW] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| <u>Stephan Steven</u> | | | | | 1 | TIONED INC [115W] | | | | | | | | | | Direc | ctor | 10% | Owner | |
| | | | | | - | O Date of Farling Transporting (Marth (Day)) | | | | | | | | \dashv | X Offic below | | er (give title v) | | Other (specify below) | |
| (Last) (First) (Middle) | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/20/2016 | | | | | | | | Senior Vice President | | | | | | |
| C/O PFSWEB, INC. | | | | 04/ | 04/20/2010 | | | | | | | | | | ocilioi (ii | ee i reordene | | | | |
| 505 MILLENNIUM | | | | | | | | | | | | | | | | | | | | |
| | | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) | | | | | | | | | | | , | • | , | Li | ne) | | | • . | | |
| ALLEN | ТХ | 7 7 | 75013 | | | | | | | | | | | | X | Forn | n filed by One | e Reporting Per | son | |
| ALLEN | | | 3013 | | | | | | | | | | | | | Forn Pers | | re than One Re | porting | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | | | 1 013 | on | | | |
| | | Tabl | e I - No | n-Deriv | ative | Sec | curitie | s Acq | uired, | Dis | posed o | f, o | r Ben | eficia | ally (| Owne | ed | | | |
| 1. Title of S | Security (Inst | r. 3) | | 2. Transa | action | | | | | | | | | | ount of | 6. Ownership | 7. Nature | | | |
| | | | | Date (Month/D |)av/Yea | Execution Date, ay/Year) if any | | | Transaction Disposed Of (D) (In Code (Instr. 5) | | | Of (D | Of (D) (Instr. 3, 4 a | | | Securi | | Form: Direct (D) or Indirect | of Indirect Beneficial Ownership | |
| | | | | (| - u j / . o u | (Month/Day/Year) | | | | | | | | Owned Following (I) | | (I) (Instr. 4) | | | | |
| | | | | | | | | Codo | Ţ., | A | (A) or Dr | | Drice | | | action(s) | | (Instr. 4) | | |
| | | | | | | | | | Code | V | Amount | | (D) | Price | | (Instr. 3 and 4) | | | | |
| Common Stock ⁽¹⁾ 04/20/2 | | | | | /2016 | | | | J | | 11,527 | 7 | A | \$0.00(1) | | 43,124 | | D | | |
| | | Ta | hle II - I | Derivat | ive S | ecu | rities | Δcaui | ired D | isno | sed of, | or P | Renefi | iciall | v Ov | vned | | | | |
| | | 10 | | | | | | | | | onvertib | | | | , 0. | ····cu | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | | 4. | | 5. Number | | 6. Date Exercisable and | | | 7. Title and | | | 8. Price of | | 9. Number o | f 10. | 11. Nature | |
| Derivative Security | Conversion or Exercise | Date | Execution if any | | Transaction Code (Insti | | | | | | | | Amount of Securities | | Derivative Security | | derivative Securities | Ownership Form: | of Indirect Beneficial | |
| (Instr. 3) | Price of | (Month/Day/Year) | (Month/Day | ay/Year) | 8) | ınsır. | r. Derivative Securities | | (Month/Day/Year) | | | | lerlying | | (Instr. 5) | | Beneficially | Direct (D) | Ownership | |
| Derivative | | | | | , , | | Acquired | | | | | | Derivative Security (Instr. | | , [` ' | | Owned Following | or Indirect (I) (Instr. 4) | (Instr. 4) | |
| Security | | | | | | (A) or Securit and 4) | | | | | | ISII. 3 | | | Reported | (1) (111501.4) | | | | |
| | | | | | | 0 | | of (D) | | | | | | | | | Transaction(s) | (s) | | |
| | | | | | | | (Instr. 3, 4 and 5) | | | | 1 | | | | (111501.4) | | 1 | | | |
| | | | | | | Δm | ount | | | | | | | | | | | | | |
| | | | | | | | | | | | | | or | | | | | | | |
| | | | | | | | | Date | Ι, | Expiration | | Nui | mber | | | | | | | |
| | | | | | Code | v | (A) | | Exercisa | | Date | Title | | ares | | | | | | |

Explanation of Responses:

1. Issuance of shares in partial payment of consideration under the REV Stock Purchase Agreement.

Remarks:

/s/ Steven Stephan

04/21/2016

-41.

** Signature of Reporting Person

Date

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

- * 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.

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 Number.