

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <b>ALMOND CYNTHIA D</b>			2. Issuer Name and Ticker or Trading Symbol <b>PFSWEB INC [ PFSW ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Executive Vice President</b>			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>03/30/2016</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
C/O PFSWEB, 505 MILLENNIUM			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	<b>ALLEN</b>	<b>TX</b>	<b>75013</b>						
(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 <sup>(1)</sup>	03/30/2016		M	V	20,000	A	\$4	57,420	D	
Common Stock	03/30/2016		S	V	20,000	D	\$13.09 <sup>(2)</sup>	37,420	D	
Common Stock	03/30/2016		S	V	12,766	D	\$13.2 <sup>(3)</sup>	24,654	D	
Common Stock <sup>(4)</sup>	03/31/2016		M	V	18,043	A	<sup>(4)</sup>	42,697	D	
Common Stock <sup>(5)</sup>	03/31/2016		F	V	4,772	D	\$13.2	37,925	D	
Common Stock <sup>(6)</sup>	03/31/2016		A	V	1,250	A	\$0.00	39,175	D	
Common Stock <sup>(5)</sup>	03/31/2016		F	V	331	D	\$13.2	38,844	D	
Common Stock <sup>(6)</sup>	03/31/2016		A	V	18,085	A	<sup>(4)</sup>	56,929	D	
Common Stock <sup>(5)</sup>	03/31/2016		F	V	4,783	D	\$13.2	52,146	D	
Common Stock <sup>(4)</sup>	03/31/2016		A	V	8,531	A	<sup>(4)</sup>	60,677	D	
Common Stock <sup>(5)</sup>	03/31/2016		F	V	2,256	D	\$13.2	58,421	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
Option to buy <sup>(1)</sup>	\$4	03/30/2016		M	V		20,000	<sup>(7)</sup>	04/18/2020	Common Stock	20,000	\$0.00	17,000	D	
Performance Share Award	<sup>(8)</sup>	03/31/2016		M	V		18,043	<sup>(8)</sup>	<sup>(8)</sup>	Common Stock	18,043	<sup>(8)</sup>	18,043	D	
Restricted Stock Unit	<sup>(9)</sup>	03/31/2016		M	V		1,250	<sup>(9)</sup>	<sup>(9)</sup>	Common Stock	1,250	\$0.00	2,500	D	
Restricted Stock Unit	<sup>(6)</sup>	03/31/2016		M	V		18,085	<sup>(6)</sup>	<sup>(6)</sup>	Common Stock	18,085	<sup>(6)</sup>	0	D	
Performance Share Award	<sup>(8)</sup>	03/31/2016		M	V		8,531	<sup>(8)</sup>	<sup>(8)</sup>	Common Stock	8,531	<sup>(8)</sup>	25,591	D	

**Explanation of Responses:**

- Exercise of employee stock option issued under the 2005 Employee Stock Option and Incentive Plan (the "Plan").
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.02 to \$13.19 inclusive. The reporting person undertakes to provide to PFSweb, Inc., any security holder thereof or the Securities and Exchange Commission, upon request, information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- Sale of shares acquired upon prior exercise of employee stock option. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.14 to \$13.26 inclusive. The reporting person undertakes to provide to PFSweb, Inc., any security holder thereof or the Securities and Exchange Commission, upon request, information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- Issuance of Common Stock upon partial settlement of previously issued Performance Share Award granted under the Plan.
- Shares of common stock withheld by Issuer to satisfy tax withholding obligation
- Settlement of Restricted Stock Unit Award issued under the Plan.

7. These shares became exercisable on a cumulative basis from July 19, 2010 to April 19, 2013

8. Partial settlement of Performance Share Award issued under the Plan whose remaining shares are subject to future vesting based on future service and market price measurement conditions.

9. Partial settlement of Restricted Stock Unit Award granted under the Plan whose remaining shares are subject to future vesting based on future service conditions.

**Remarks:**

/s/ Cynthia D Almond

04/01/2016

\*\* Signature of Reporting Person

Date

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

\* 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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