SEC Form 4	
------------	--

 $\Box$ 

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

	OVAL				
OMB Number:	3235-0287				
Estimated average burden					
hours per response:	0.5				

	ss of Reporting Pers	on*	2. Issuer Name and Ticker or Trading Symbol VISTAPRINT LTD [ VPRT ]		tionship of Reporting Perso all applicable)	n(s) to Issuer
Keane Rober	<u>[5</u>		L · · · · · J	X	Director	10% Owner
(Last)	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)
C/O VISTAPRI	NT USA, INCOR	PORATED	03/05/2007		CEO Pres. & Chair. of	the BODs
100 HAYDEN A	VENUE					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (	Check Applicable
LEXINGTON	МА	02421		X	Form filed by One Report	ing Person
					Form filed by More than C Person	One Reporting
(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. Transa Code ( 8)		4. Securities Disposed Of	Acquirec (D) (Instr	l (A) or . 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 Shares	03/02/2007		G	v	28,681	D	\$ <mark>0</mark>	111,424	D <sup>(3)</sup>	
Common Shares	03/02/2007		G	v	28,681	A	\$0	48,881	I	See footnote <sup>(6</sup>
Common Shares	03/05/2007		<b>S</b> <sup>(1)(2)</sup>		100	D	\$35.5	111,324	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		97	D	\$36.28	111,227	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		3	D	\$36.27	111,224	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.64	111,124	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		200	D	\$36.93	110,924	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		200	D	\$36.91	110,724	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.1	110,624	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.18	110,524	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$37.01	110,424	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		200	D	\$36.09	110,224	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.79	110,124	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.45	110,024	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.41	109,924	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.4	109,824	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.35	109,724	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.05	109,624	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.08	109,524	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		200	D	\$36	109,324	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.17	109,224	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$35.96	109,124	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$36.15	109,024	D <sup>(3)</sup>	
Common Shares	03/05/2007		S		100	D	\$35.95	108,924	D <sup>(3)</sup>	
Common Shares	03/05/2007		s		700	D	\$34.9774	561,800	I	See footnote <sup>(4</sup>
Common Shares	03/05/2007		S		700	D	\$34.9774	561,800	I	See footnote <sup>(5</sup>
Common Shares	03/06/2007		s		800	D	\$35.9931	561,000	I	See footnote <sup>(4</sup>

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)			Date			2. Transaction Date (Month/Day/Year			if any (Month/Day/Year)					urities Acquired (A) or sed Of (D) (Instr. 3, 4 and 5)			nount of rities ficially ed Following orted	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	Tran	saction(s) . 3 and 4)		(insu. 4)				
Common Shares				03/06/2007		S		800	D	\$35.99	31 5	561,000	I	See footnote <sup>(5)</sup>					
Common Shares			mon Shares 03/06/2007		2007				S		100	D	\$36.4	2	108,824	D <sup>(3)</sup>			
Common	Shares			03/06/2	2007				S		100	D	\$36.4	4	108,724	D <sup>(3)</sup>			
		Ta	able II -								oosed of, convertib				d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	emed on Date, /Day/Year)	4. Transa Code ( 8)		5. Nu of Deriv Secu (A) or Dispo of (D) (Instr and 5	ative rities ired osed	6. Date Exe Expiration I (Month/Day				Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		f 9. Number derivative Securities Beneficiall Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares						

Explanation of Responses:

1. All of the sales of common shares reported on this Form 4 were effected pursuant to Rule 10b5-1 trading plans adopted by the sellers on February 15 and 26, 2007.

2. Separate sale transactions that were executed on 3/5/07 and 3/6/07 at the same price have been reported on an aggregate basis on a single line in Table I. The order in which sale transactions are set forth in Table I is not necessarily reflective of the sequence in which the sale transactions occurred in fact.

3. Shares held jointly by Mr. Keane and his spouse.

4. Shares held by the Heather K.L. McEvoy Keane 2003 Irrevocable Trust. Ms. Keane is Mr. Keane's spouse. Mr. Keane disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

5. Shares held by the Robert Keane 2003 Irrevocable Trust. Mr. Keane disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

6. Shares held by the Keane Family Foundation, Inc., a not for profit corporation of which Mr. Keane and his spouse are directors and executive officers. Mr. Keane disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

#### **Remarks:**

This is the first Form 4 of two Form 4 filings made by the reporting person to report transactions that occurred on March 5 and 6, 2007.

<u>/s/ Lawrence A. Gold as</u> <u>Attorney in Fact for Robert S.</u>

Keane

\*\* Signature of Reporting Person Date

03/07/2007

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.

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.