SEC Form 4

FORM 4

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

OMB APPROVAL

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

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1. Name and Address of Reporting Person* <u>TEUNISSEN ERNST</u>			2. Issuer Name and Ticker or Trading Symbol <u>CIMPRESS N.V.</u> [CMPR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) (First) (Middle) C/O CIMPRESS 275 WYMAN STREET		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/04/2015	Officer (give title X Other (specify below) Member of Management Board
(Street) WALTHAM (City)	MA (State)	02451 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Ordinary Shares	11/04/2015		М		1,450 ⁽¹⁾	A	\$0.00	32,551	D		
Ordinary Shares	11/04/2015		F		683	D	\$81.18	31,868	D		
Ordinary Shares	11/04/2015		M ⁽²⁾		10,565	A	\$ <mark>5</mark> 0	42,433	D		
Ordinary Shares	11/04/2015		S ⁽²⁾		10,465	D	\$80.15 ⁽³⁾	31,968	D		
Ordinary Shares	11/04/2015		S ⁽²⁾		100	D	\$81.06	31,868	D		

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

	(eig., puis, cans, 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)		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	Title	Amount or Number of Shares				
Restricted Share Units (right to acquire)	\$0.00 ⁽¹⁾	11/04/2015		М			1,450	05/04/2013 ⁽⁴⁾	05/04/2016	Ordinary Shares	1,450	\$0.00	0	D	
Stock Option (right to buy)	\$50	11/04/2015		M ⁽²⁾			10,565	05/04/2013 ⁽⁵⁾	05/04/2020	Ordinary Shares	10,565	\$0.00	0	D	

Explanation of Responses:

1. The shares acquired represent the number of shares that automatically vested pursuant to a grant of restricted share units. Each restricted share unit represents Cimpress' commitment to issue one ordinary share. 2. This transaction was effected pursuant to a 10b5-1 trading plan adopted by the reporting person on February 4, 2015.

3. The price range for sales of these shares was between \$80.00 and \$80.94 per share. Upon appropriate request, the reporting person will provide full information regarding the number of shares sold at each separate price.

4. These restricted share units vest over a four year period: 25% of the original number of shares vest one year after the date of grant and 6.25% vest per quarter thereafter.

5. The share option vests over a seven-year period from the date of grant, as follows: 6.25% of the original number of ordinary shares subject to the share option vests on the date set forth in column 6. The remaining ordinary shares vest on a quarterly basis over the subsequent six years in tranches ranging from 1.56% to 10.94% of the original number of ordinary shares subject to the option.

Remarks:

<u>/s/Kathryn L. Leach, as</u> <u>attorney-in-fact for Ernst</u> <u>Teunissen</u>

** Signature of Reporting Person

11/05/2015

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.

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.