SEC Form 5

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See*

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Form 3 Holdings Reported.

Instruction 1(b)

Form 4 Transactions Reported.

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

<u> </u>		or Section So(n) of the investment Company Act of 1940	
1. Name and Address of F SMITH THOMA	1 0	2. Issuer Name and Ticker or Trading Symbol <u>CIMPRESS plc</u> [CMPR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner
(Last) (Firs 2200 BUTTS ROAD	,	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2022	Officer (give title X Other (specify below) Member of Section 13(d) Group
(Street) BOCA RATON FL (City) (Stat	33431 re) (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)	3. Transaction Code (Instr. 8)	4. Securities Ac Disposed Of (D	cquired (#) (Instr. 3	() or , 4 and 5)	5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct	7. Nature of Indirect Beneficial Ownership
				Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	(Instr. 4)
Ordinary Shares	12/23/2022		G ⁽¹⁾	60,000	D	\$0	1,476,679	I	By Ridgeview Smith Investments LLC ⁽²⁾
Ordinary Shares	12/23/2022		G ⁽¹⁾	60,000	A	\$0	114,400	I	By Thomas W. Smith Family Accounts ⁽³⁾
Ordinary Shares							138,566	I	By Prescott Investors Profit Sharing Trust ⁽⁴⁾
Ordinary Shares							15,000	I	By Thomas W. Smith Foundation ⁽⁵

	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)	of I		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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. This transaction involved a gift of securities by Ridgeview Smith Investments LLC ("Ridgeview"), a limited liability company established by Mr. Smith for the benefit of his family, to an investment account established for the benefit of Mr. Smith's wife. Mr. Smith disclaims beneficial ownership of the shares held for the benefit of his wife except to the extent of his pecuniary interest therein, and this report should not be deemed an admission that Mr. Smith is the beneficial owner of his wife's shares for purposes of Section 16 or for any other purpose.

2. These shares are owned directly by Ridgeview and are beneficially owned indirectly by Mr. Smith as trustee of a revocable trust he established for the benefit of his family and which is the sole member of Ridgeview. Mr. Smith disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-1(a)(2)(iii). The address of Ridgeview is 2200 Butts Road, Suite 320,

Boca Raton, FL 33431. 3. These shares are owned directly by investment accounts established for the benefit of certain family members of Thomas W. Smith. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or any other purpose and Mr. Smith disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

4. These shares are owned directly by the Prescot Investors Profit Sharing Trust (the "Trust"), for which Mr. Smith serves as a trustee. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or any other purpose and Mr. Smith disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-8(b)(2) (ii). The address of the Trust is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.

5. These shares are owned directly by the Thomas W. Smith Foundation (the "Foundation") and are beneficially owned indirectly by Thomas W. Smith as trustee of the Foundation. Mr. Smith disclaims beneficial ownership of these shares in excess of his pecuniary interest under 16a-8(b)(2)(ii). The address for the Foundation is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.

Remarks:

The filing of this report shall not be deemed to be an admission that the Reporting Persons comprise a "group" within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended. The Reporting Persons each disclaim beneficial ownership of the shares included in this report except to the extent of their pecuniary interest in such shares.

/s/ Thomas W. Smith



** 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.

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.