SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person <sup>*</sup> Baumgartner Florian	2. Date of Event Requiring Statement (Month/Day/Year) 02/01/2023		3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CIMPRESS plc</u> [ CMPR ]								
(Last) (First) (Middle)   C/O CIMPRESS PLC   BUILDING D, XEROX			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give Other (specify title below) below) EVP and CEO, Vista			5. 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					
TECHNOLOGY PARK (Street) DUNDALK, CO. LOUTH, IRELAND (City) (State) (Zip)	_										
Т	able I - Nor	-Derivati	I Securities Benefic	ially Ov	vned						
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or In (I) (Instr	ership 4. Direct Ov Direct		tture of Indirect Beneficial ership (Instr. 5)				
Ordinary Shares			10,347	E	,						
Table II - Derivative Securities Beneficially Owned       (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr.				
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)				
Share Option (right to buy)	06/30/2023 <sup>(1)</sup>	08/15/2032	Ordinary Shares	54,557	46.2	D					
Restricted Share Units (right to acquire)	07/01/2021 <sup>(2)</sup>	07/01/2024	Ordinary Shares	2,658	<b>0.0</b> <sup>(3)</sup>	D					
Restricted Share Units (right to acquire)	05/15/2021 <sup>(4)</sup>	02/15/2025	Ordinary Shares	16,488	0.0 <sup>(3)</sup>	D					
Restricted Share Units (right to acquire)	08/15/2021 <sup>(2)</sup>	08/15/2024	Ordinary Shares	1,668	0.0 <sup>(3)</sup>	D					
Restricted Share Units (right to acquire)	08/15/2022 <sup>(2)</sup>	08/15/2025	Ordinary Shares	2,804	0.0 <sup>(3)</sup>	D					
Restricted Share Units (right to acquire)	02/15/2023 <sup>(5)</sup>	02/15/2025	Ordinary Shares	12,685	0.0 <sup>(3)</sup>	D					
Restricted Share Units (right to acquire)	04/15/2023 <sup>(2)</sup>	04/15/2026	Ordinary Shares	33,054	<b>0.0</b> <sup>(3)</sup>	D					
Restricted Share Units (right to acquire)	08/15/2023 <sup>(6)</sup>	08/15/2026	Ordinary Shares	27,056	0.0 <sup>(3)</sup>	D					
Restricted Share Units (right to acquire)	01/15/2024 <sup>(6)</sup>	01/15/2027	Ordinary Shares	16,409	0.0 <sup>(3)</sup>	D					
Performance Share Units	(7)	11/21/2027	Ordinary Shares	10,743	111.7(8)	D					

Table II - Derivative Securities Beneficially Owned(e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.				
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)				
Performance Share Units	(9)	02/15/2029	Ordinary Shares	10,999	<b>95.46</b> <sup>(10)</sup>	D					
Performance Share Units	(11)	08/15/2029	Ordinary Shares	10,451	100.46 <sup>(8)</sup>	D					

## **Explanation of Responses:**

1. This option vests over a four year period: 25% of the original number of shares subject to the option vest on the Date Exercisable shown on Table II and 6.25% of the shares vest per quarter thereafter.

2. These RSUs vest over a four year period: 25% of the original number of shares vest on the Date Exercisable in Table II and 25% vest per year thereafter.

3. Each restricted share unit (RSU) represents Cimpress' commitment to issue one ordinary share.

4. These RSUs vest over a four year period: 6.25% of the original number of shares vest on the Exercisable Date show in Table II and 6.25% vest per quarter thereafter.

5. These RSUs vest over a three year period: 33.3% of the original number of shares vest on the Date Exercisable in Table II and 33.3% vest per year thereafter.

6. These RSUs vest over a four year period: 25% of the original number of shares vest on the Exercisable Date show in Table II and 6.25% vest per quarter thereafter.

7. Each of these performance share units (PSU) represents a right to receive between 0 and 2.5 Cimpress ordinary shares upon the satisfaction of both (A) service-based vesting and (B) performance conditions relating to the compound annual growth rate (CAGR) of the three-year moving average of Cimpress' daily share price (3YMA). The service-based vesting condition is that 25% of the original number of PSUs vest on each October 6 of 2020 through 2023 so long as the reporting person continues to be an eligible participant under Cimpress' 2016 Performance Incentive Plan on such vesting date. If the 3YMA CAGR equals or exceeds (i) 9% on any of the fourth through seventh anniversaries of the grant date or (ii) 7% on the eighth anniversary of the grant date, then the reporting person is entitled to receive a distribution of up to 2.5 Cimpress ordinary shares for each vested PSU on a sliding scale based on the actual CAGR performance.

8. This dollar amount is the 3YMA on the date of grant, which is the baseline against which the CAGR of the 3YMA will be measured.

9. Each of these PSUs represents a right to receive between 0 and 2.5 Cimpress ordinary shares upon the satisfaction of both (A) service-based vesting and (B) performance conditions relating to the CAGR of the 3YMA. The service-based vesting condition is that 25% of the original number of PSUs vest on each June 30 of 2021 through 2024 so long as the reporting person continues to be an eligible participant under Cimpress' 2020 Equity Incentive Plan on such vesting date. If the 3YMA CAGR equals or exceeds (i) 9% on any of the fourth through seventh anniversaries of the grant date or (ii) 7% on the eighth anniversary of the grant date, then the reporting person is entitled to receive a distribution of up to 2.5 Cimpress ordinary shares for each vested PSU on a sliding scale based on the actual CAGR performance.

10. This dollar amount is the two-year moving average of Cimpress' daily share price on the date of grant, which is the baseline against which the CAGR of the 3YMA will be measured.

11. Each of these PSUs represents a right to receive between 0 and 2.5 Cimpress ordinary shares upon the satisfaction of both (A) service-based vesting and (B) performance conditions relating to the CAGR of the 3YMA. The service-based vesting condition is that 25% of the original number of PSUs vest on each June 30 of 2022 through 2025 so long as the reporting person continues to be an eligible participant under Cimpress' 2020 Equity Incentive Plan on such vesting date. If the 3YMA CAGR equals or exceeds (i) 9% on any of the fourth through seventh anniversaries of the grant date or (ii) 7% on the eighth anniversary of the grant date, then the reporting person is entitled to receive a distribution of up to 2.5 Cimpress ordinary shares for each vested PSU on a sliding scale based on the actual CAGR performance.

**Remarks:** 

/s/Kathryn L. Leach, as attorney-in-fact for Florian 02/07/2023 Baumgartner \*\* 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 5 (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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