SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| 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

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|--------------------------|-----|
| Estimated average burden | |

| 1. Name and Ad PAGE LO | ddress of Reporting | Person* | 2. Issuer Name and Ticker or Trading Symbol <u>VISTAPRINT LTD</u> [VPRT] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
|--|---------------------|---------|--|--|--|--|--|--|
| | | | | X Director 10% Owner | | | | |
| (Last) (First) (Middle) WINDOW TO WALL STREET 39 CEDAR HILL ROAD | | () | 3. Date of Earliest Transaction (Month/Day/Year) 11/01/2006 | Officer (give title Other (specify below) below) | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable | | | | |
| | | | | Line) | | | | |
| (Street) | | | | X Form filed by One Reporting Person | | | | |
| DOVER MA 02030 | | | | Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table 1 - Non-Derivative Securities Acquired, Disposed 01, 01 Benenciary 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) | | | | | 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) | |
| Common Shares | 11/01/2006 | | S ⁽¹⁾ | | 100 | D | \$30.58 | 787,700 | Ι | See footnote. ⁽²⁾ | |
| Common Shares | 11/01/2006 | | S ⁽¹⁾ | | 100 | D | \$30.57 | 787,600 | Ι | See footnote. ⁽²⁾ | |
| Common Shares | 11/01/2006 | | S ⁽¹⁾ | | 100 | D | \$30.51 | 787,500 | I | See footnote. ⁽²⁾ | |
| Common Shares | 11/01/2006 | | S ⁽¹⁾ | | 100 | D | \$30.49 | 787,400 | Ι | See footnote. ⁽²⁾ | |
| Common Shares | 11/01/2006 | | S ⁽¹⁾ | | 100 | D | \$30.39 | 787,300 | Ι | See footnote. ⁽²⁾ | |
| Common Shares | 11/01/2006 | | S ⁽¹⁾ | | 100 | D | \$30.34 | 787,200 | Ι | See footnote. ⁽²⁾ | |

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. Transa Code (8) | | of | | 6. Date Exerc Expiration Da (Month/Day/Y | 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 | | | | |

Explanation of Responses:

1. The sale of common shares represented by this Form 4 was effected pursuant to a Rule 10b5 trading plan adopted by the seller on May 11, 2006.

2. Shares held by Window to Wall Street Inc., of which Mr. Page is President. Mr. Page disclaims any beneficial ownership of such shares except to the extent of his pecuniary interest therein.

<u>Meghan R. LaRock as</u> <u>Attorney in Fact for Louis Page</u> <u>11/03/2006</u>

** 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.