FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* SMITH THOMAS W				2. Issuer Name and Ticker or Trading Symbol VISTAPRINT N.V. [VPRT]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
(Last) 323 RAILROAI	(First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 12/19/2011							Officer (give title X Other (specify below) Member of Section 13(d) Group				
(Street) GREENWICH CT 06830 (City) (State) (Zip)			4. If Amendment, Da	ate of O	riginal	Filed (Month/	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person								
		Table I -	Non-Derivat	ive Securities	Acqui	red,	Disposed	of, or	Benefic	iall	ly 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 Acquired (A) Disposed Of (D) (Instr. 3,		I (A) or		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	- 1	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
ommon Stock			12/19/2011		P		242,500	A	\$30.3146		2,682,464	I	By Prescott Associates L.P. ⁽¹⁾		
Common Stock			12/19/2011		P		7,500	A	\$30.314	16	96,915	I	By Prescott International Partners L.P.		
Common Stock			12/20/2011		P		32,000	A	\$30.558	89	2,714,464	I	By Prescott Associates L.P. ⁽¹⁾		
Common Stock			12/21/2011		P		115,000	A	\$30.584	4	2,829,464	I	By Prescott Associates L.P. ⁽¹⁾		
Common Stock			12/21/2011		P		5,000	A	\$30.584	4	101,915	I	By Prescott International Partners L.P.		
Common Stock											1,100,000	D ⁽³⁾			
Common Stock											686,800	I	By Idoya Partners L.P.		
Common Stock											88,094	I	By Prescott Investors Profit Sharing Trust ⁽⁵⁾		
Common Stock											10,000	I	By Thomas W. Smith Foundation ⁽⁶⁾		
Common Stock											26,000	I	By Thomas W. Smith Family Accounts ⁽⁷⁾		
Common Stock											72,174	I	By Scott J. Vassalluzzo Family Accounts ⁽⁸⁾		
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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) 1. Title of Derivative Security 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3)		3. Transaction Ta Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	if e Prenderiva Execution Date, if any (e.g., p (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		Acqu (A) o Disp of (D (Instr and ! 5. Nu of Deriv Secu	rities ired r osed) . 3, 4 o) mber rative rities	6. Date Exerc Expiration Da (Month/Day/\) Date	7. Title and Amount of Amount of Security (Instr. 3 and 4) 7. Title and Amount of Security (Instr. 3 and 4) 7. Title and Amount of Security (Instr. 3 and 4) 7. Title and Amount of Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	1 (1 1 (
		Reporting Person*		Code	v	of (D (Instrand) . 3, 4	Exercisable	Date	and 4)	Shares		
(Last)	LROAD AV	(First)	(Middle)	Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
(Street)	WICH	СТ	06830		-								
(City)		(State)	(Zip)		_								
		Reporting Person*											
(Last)	LROAD AV	(First) /ENUE	(Middle)										
(Street)	WICH	CT	06830		-								
(City)		(State)	(Zip)										
	od Address of Steven M	Reporting Person*											
(Last) 323 RAI	LROAD AV	(First)	(Middle)										
(Street)	WICH	СТ	06830		-								

Explanation of Responses:

- 1. These shares are owned directly by Prescott Associates L.P. ("Prescott Associates"), a private investment limited partnership, and indirectly by Messrs. Thomas W. Smith, Scott J. Vassalluzzo and Steven M. Fischer (the "Reporting Persons") as general partners of Prescott Associates. Each of the Reporting Persons disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-1(a) (2)(ii)(B). The address for Prescott Associates is 323 Railroad Avenue, Greenwich, CT 06830.
- 2. These shares are owned directly by Prescott International Partners L.P. ("PIP"), a private investment limited partnership, and indirectly by the Reporting Persons as general partners of PIP. Each of the Reporting Persons disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for PIP is 323 Railroad Avenue, Greenwich, CT 06830.
- 3. These shares are owned directly by Thomas W. Smith.
- 4. These shares are owned directly by Idoya Partners L.P. ("Idoya"), a private investment limited partnership, and indirectly by the Reporting Persons as general partners of Idoya. Each of the Reporting Persons disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for Idoya is 323 Railroad Ave, Greenwich, CT 06830.
- 5. These shares are owned directly by the Prescott Investors Profit Sharing Trust (the "Trust") and indirectly by Messrs. Smith and Vassalluzzo as trustees of the Trust. Each of the Reporting Persons 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 323 Railroad Avenue, Greenwich, CT 06830.
- 6. These shares are owned directly by the Thomas W. Smith Foundation (the "Foundation") and indirectly by Mr. Smith as trustee of the Foundation. Each of the Reporting Persons disclaims beneficial ownership of these shares in excess of his pecuniary interest under 16a-8(b)(2)(ii). The address for the Foundation is 323 Railroad Avenue, Greenwich, CT 06830.
- 7. These shares are owned directly by investment accounts established for the benefit of certain family members of Mr. 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 each of the Reporting Persons disclaim beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- 8. These shares are owned directly by investment accounts established for the benefit of certain family members of Mr. Vassalluzzo. 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 each of the Reporting Persons disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein

/s/ Thomas W. Smith 12/21/2011 /s/ Scott J. Vassalluzzo 12/21/2011 12/21/2011 /s/ Steven M. Fischer ** Signature of Reporting Person Date

9. Number of

derivative Securities

Beneficia

Following

Reported

(Instr. 4)

derivative

Owned

Securities Beneficially

Following

Reported Transaction(s)

(Instr. 4)

Transaction(s)

9. Number of

Owned

11. Nature of Indirect

Beneficial

Ownership

11. Nature

of Indirect

Beneficial

Ownership

(Instr. 4)

(Instr. 4)

Ownership

Direct (D)

or Indirect

(I) (Instr. 4)

Ownership

Form: Direct (D)

or Indirect

(I) (Instr. 4)

Form:

10.

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.

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