**Ordinary Shares** 

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FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number:

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See

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See

See

Footnote<sup>(7)</sup>

Footnote<sup>(8)</sup>

Footnote<sup>(7)</sup>

Footnote<sup>(8)</sup>

Cricck triis box ii no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

Estimated average burden 0.5 hours per response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person VISTAPRINT N.V. [ VPRT ] Keane Robert S X Director 10% Owner Officer (give title Other (specify X below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 03/04/2010 CEO Pres. & Chairman C/O VISTAPRINT USA, INCORPORATED 95 HAYDEN AVENUE 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person 02421 LEXINGTON MA Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of Date Execution Date Transaction Securities Form: Direct Indirect Beneficial Ownership (Month/Day/Year) if any (Month/Day/Year) Beneficially Owned Following (D) or Indirect (I) (Instr. 4) Code (Instr. 8) Reported (Instr. 4) (A) or (D) Price Code ν Amount (Instr. 3 and 4)

**S**<sup>(1)</sup>

**S**<sup>(1)</sup>

S<sup>(2)</sup>

S<sup>(1)</sup>

S<sup>(1)</sup>

 $S^{(2)}$ 

D

D

D

D

D

D

300

300

372

3,000

1,700

128

\$60.0433(3)

\$60.0267(4)

\$60.0271(5)

\$60

\$60

\$60

0

69,381

487,200

0

69,381

487,200

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

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. 3. Transaction Date (Month/Day/Ye Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		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				

## **Explanation of Responses:**

1. The sale of ordinary shares reported on this Form 4 were effected pursuant to Rule 10b5-1 trading plan adopted by the sellers on May 10, 2009.

03/04/2010

03/04/2010

03/04/2010

03/05/2010

03/05/2010

03/05/2010

- 2. The sale of ordinary shares reported on this Form 4 were effected pursuant to Rule 10b5-1 trading plan adopted by the sellers on May 18, 2009.
- 3. The price range for sales of these shares was between \$60.00 per share and \$60.09 per share. Upon appropriate request the reporting person will provide full information regarding the number of shares sold at each separate price.
- 4. The price range for sales of these shares was between \$60.00 per share and \$60.08 per share. Upon appropriate request the reporting person will provide full information regarding the number of shares sold
- 5. The price range for sales of these shares was between \$60.00 per share and \$60.14 per share. Upon appropriate request the reporting person will provide full information regarding the number of shares sold at each separate price.
- 6. Shares held jointly by Mr. Keane and his spouse.
- 7. Shares held by the Keane Family Foundation, Inc., a not for profit corporation of which Mr. Keane and his spouse are directors and officers. Mr. Keane disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- 8. Shares held by the Second Delaware 2003 Investment Trust, Mr. Keane disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

/s/ Kathryn L. Leach as Attorney in Fact for Robert S. 03/08/2010 Keane

\*\* Signature of Reporting Person

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.