

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>Holian Janet</u> <hr/> (Last) (First) (Middle) <u>C/O VISTAPRINT USA, INCORPORATED</u> <hr/> (Street) <u>LEXINGTON MA 02421</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>VISTAPRINT LTD [VPRT]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>Executive VP and CMO</u>		
			3. Date of Earliest Transaction (Month/Day/Year) <u>10/05/2005</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	10/05/2005		M		31,900	A	\$1.11	35,900	D	
Common Shares	10/05/2005		S		31,900	D	\$0	4,000	D	
Common Shares	10/05/2005		C		244,704 ⁽¹⁾	A	\$12 ⁽¹⁾	254,562 ⁽¹⁾	I	See Footnote ⁽²⁾
Common Shares	10/05/2005		S		40,000	D	\$12	214,562	I	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. 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				
Series A Convertible Preferred Shares	⁽¹⁾	10/05/2005		C			244,704 ⁽¹⁾	⁽¹⁾	⁽¹⁾	Common Shares	244,704 ⁽¹⁾	⁽¹⁾	0	I	See Footnote ⁽²⁾
Incentive share option (Right to Buy)	\$1.11	10/05/2005		M			31,900	08/01/2005	08/01/2011	Common Shares	31,900	\$0	138,100	D	

Explanation of Responses:

- Each Series A Convertible Preferred share was converted into one common share upon the completion of VistaPrint Limited's initial public offering. There is no exercise or conversion price and no expiration date.
- Represents securities held by trusts established by Ms. Holian's spouse. Ms. Holian disclaims beneficial ownership of such securities except to the extent of her pecuniary interest therein.

/s/ Dean J. Breda as Attorney in Fact for Janet Holian 10/05/2005

** 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.