

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

| OMB APPROVAL | |
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|---|---|---|
| 1. Name and Address of Reporting Person * <u>Holian Janet</u> (Last) (First) (Middle) C/O VISTAPRINT USA, INCORPORATED 95 HAYDEN AVENUE (Street) LEXINGTON MA 02421 (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>02/01/2008</u> | |
| | | 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 | 02/01/2008 | | M ⁽¹⁾ | | 21,875 | A | \$12.33 | 25,875 | D | |
| Common Shares | 02/01/2008 | | s ⁽²⁾ | | 100 | D | \$36.87 | 25,775 | D | |
| Common Shares | 02/01/2008 | | s | | 130 | D | \$37.2 | 25,645 | D | |
| Common Shares | 02/01/2008 | | s | | 370 | D | \$36.59 | 25,275 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$36.58 | 25,175 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$36.51 | 25,075 | D | |
| Common Shares | 02/01/2008 | | s | | 200 | D | \$36.6 | 24,875 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$36.55 | 24,775 | D | |
| Common Shares | 02/01/2008 | | s | | 128 | D | \$37.13 | 24,647 | D | |
| Common Shares | 02/01/2008 | | s | | 200 | D | \$37.61 | 24,447 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$37.08 | 24,347 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$37.09 | 24,247 | D | |
| Common Shares | 02/01/2008 | | s | | 200 | D | \$36.88 | 24,047 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$36.89 | 23,947 | D | |
| Common Shares | 02/01/2008 | | s | | 600 | D | \$36.91 | 23,347 | D | |
| Common Shares | 02/01/2008 | | s | | 200 | D | \$36.95 | 23,147 | D | |
| Common Shares | 02/01/2008 | | s | | 300 | D | \$36.93 | 22,847 | D | |
| Common Shares | 02/01/2008 | | s | | 600 | D | \$36.94 | 22,247 | D | |
| Common Shares | 02/01/2008 | | s | | 300 | D | \$37.1 | 21,947 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$36.97 | 21,847 | D | |
| Common Shares | 02/01/2008 | | s | | 300 | D | \$36.99 | 21,547 | D | |
| Common Shares | 02/01/2008 | | s | | 200 | D | \$36.77 | 21,347 | D | |
| Common Shares | 02/01/2008 | | s | | 200 | D | \$36.76 | 21,147 | D | |
| Common Shares | 02/01/2008 | | s | | 600 | D | \$37 | 20,547 | D | |
| Common Shares | 02/01/2008 | | s | | 400 | D | \$37.04 | 20,147 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$37.05 | 20,047 | D | |
| Common Shares | 02/01/2008 | | s | | 300 | D | \$37.02 | 19,747 | D | |
| Common Shares | 02/01/2008 | | s | | 200 | D | \$37.03 | 19,547 | D | |
| Common Shares | 02/01/2008 | | s | | 100 | D | \$37.07 | 19,447 | D | |

**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 | | | | |
| Share Option (Right to Buy) | \$12.33 | 02/01/2008 | | M ⁽¹⁾ | | | 21,875 | 02/01/2008 | 05/31/2015 | Common Shares | 21,875 | \$0 | 131,250 | D | |

Explanation of Responses:

- The exercise of options and the sale of common shares reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading program adopted by the seller on February 2, 2007.
- Separate sale transactions that were executed on 2/1/08 at the same price have been reported on an aggregate basis on a single line in Table I. The order in which sale transactions are set forth in Table I is not necessarily reflective of the sequence in which the sale transactions occurred in fact.

Remarks:

This is the first Form 4 of four Form 4 filings made by the reporting person to report transactions that occurred on February 1, 2008.

/s/ Lawrence A. Gold as
Attorney in Fact for Janet 02/05/2008
Holian

** 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.