

**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                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

|  |  |   |
|--|--|---|
| 1. Name and Address of Reporting Person*<br><u>Hansen Hauke</u><br><br>(Last) (First) (Middle)<br><u>VISTAPRINT, 95 HAYDEN AVENUE</u><br><br>(Street)<br><u>LEXINGTON MA 02421</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>VISTAPRINT N.V. [ VPRT ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)<br><u>Chief Manufacturing Officer / Member of Management Board</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>10/15/2013</u>          |   |
|  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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                 |   |  |   |
| Ordinary Shares                 | 10/15/2013                           |  | M                              |   | 269 <sup>(1)</sup>  | A          | \$0.00 <sup>(2)</sup> | 12,082  | D  |   |
| Ordinary Shares                 | 10/15/2013                           |  | M                              |   | 240 <sup>(1)</sup>  | A          | \$0.00 <sup>(2)</sup> | 12,322  | 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 |   |  |  |   |  | Amount or Number of Shares |
| Restricted Share Units (right to acquire)  | \$0.00 <sup>(2)</sup>                                  | 10/15/2013                           |  | M                              |   |  | 269 | 01/15/2012 <sup>(3)</sup>                                | 01/15/2015      | Ordinary Shares   | 269  | \$0.00   | 1,344   | D  |                            |
| Restricted Share Units (right to acquire)  | \$0.00 <sup>(2)</sup>                                  | 10/15/2013                           |  | M                              |   |  | 240 | 07/15/2012 <sup>(4)</sup>                                | 07/15/2015      | Ordinary Shares   | 240  | \$0.00   | 1,685   | D  |                            |

**Explanation of Responses:**

- The shares acquired represent the number of shares that automatically vested pursuant to a grant of Restricted Share Units.
- Each restricted share unit represents the Company's commitment to issue one ordinary share.
- These RSUs vest over a four year period: 25% of the original number of shares (4,300 shares) vested on the Exercisable Date shown in Table II and 6.25% vest per quarter thereafter.
- These RSUs vest over a four year period: 25% of the original number of shares (3,849 shares) vested on the Exercisable Date shown in Table II and 6.25% vest per quarter thereafter.

**Remarks:**

/s/Kathryn L Leach, as attorney-in-fact for Hauke Hansen      10/15/2013

\*\* 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.