SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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	Address of Reporting KATRYN	Person*	2. Issuer Name and Ticker or Trading Symbol <u>CIMPRESS N.V.</u> [CMPR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) C/O CIMPI 95 HAYDE	(First) RESS EN AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/04/2015	X Officer (give title X Other (specify below) Pres, Vistaprint Business Unit / Member of Management Board
(Street) LEXINGT(ON MA (State)	02421 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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)	Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or Price		Transaction(s) (Instr. 3 and 4)		(1130.4)
Ordinary Shares	02/04/2015		М		1,944 ⁽¹⁾	A	\$0.00 ⁽²⁾	18,948	D	
Ordinary Shares	02/04/2015		F		676	D	\$79.52	18,272	D	
Ordinary Shares	02/05/2015		М		1,041(1)	A	\$0.00 ⁽²⁾	19,313	D	
Ordinary Shares	02/05/2015		F		338	D	\$80.6	18,975	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. Transa Code (8)		n of		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				
Restricted Share Units (right to acquire)	\$0.00⁽²⁾	02/04/2015		М			1,944	05/04/2013 ⁽³⁾	05/04/2016	Ordinary Shares	1,944	\$0.00	9,719	D	
Restricted Share Units (right to acquire)	\$0.00⁽²⁾	02/05/2015		М			1,041	05/05/2012 ⁽³⁾	05/05/2015	Ordinary Shares	1,041	\$0.00	1,042	D	

Explanation of Responses:

1. The shares acquired represent the number of shares that automatically vested pursuant to a grant of Restricted Share Units.

2. Each restricted share unit represents Cimpress' commitment to issue one ordinary share.

3. These restricted share units vest over a four year period: 25% of the original number of shares vest one year after the date of grant and 6.25% vest per quarter thereafter.

Remarks:

<u>/s/Kathryn L. Leach, as</u> <u>attorney-in-fact for Katryn</u> <u>Blake</u>

02/06/2015

** 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.