# 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 OMB Number: 3235-0287 F

nours per response:	0.5
_sumated average burden	

1. Name and Addre		g Person <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol <u>VISTAPRINT N.V.</u> [ VPRT ]		tionship of Reporting Pe all applicable) Director	erson(s) to Issuer 10% Owner	
(Last) (First) (Middle) VISTAPRINT 95 HAYDEN AVENUE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/08/2012		Officer (give title below)	Other (specify below)	
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable		
(Street) LEXINGTON	MA	02421		X	Form filed by One Re Form filed by More th Person		
(City)	(State)	(Zip)	1				

#### 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. Transa Code ( 8)		Disposed Of (D) (Instr. 3, 4 and 5)		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 (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Ordinary Shares	11/08/2012		A		3,630(1)	A	\$0.00 <sup>(2)</sup>	19,582	D	
Ordinary Shares								161,438	Ι	By corporation <sup>(3)</sup>
Ordinary Shares								4,000	Ι	By children under UGMA

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

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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)		of I		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)	\$30.3	11/08/2012		A		3,175		02/08/2013 <sup>(4)</sup>	11/08/2022	Ordinary Shares	3,175	\$0.00	3,175	D	

#### Explanation of Responses:

1. The reporting person does not directly own these shares at this time. These shares are restricted share units ("RSUs"); each RSU represents Vistaprint's commitment to issue one ordinary share when the RSU vests. These RSUs vest at a rate of 8.33% of the original number of RSUs each successive three-month period following the grant date until the third anniversary of the grant date.

2. Each RSU represents the Company's commitment to issue one ordinary share.

3. These shares are held by Window to Wall Street, Inc. of which the reporting person is president.

4. The options vest at a rate of 8.33% of the original number of ordinary shares each successive three-month period following the grant date until the third anniversary of the grant date. Remarks:

### /s/Kathryn L. Leach as

<u>11/09/2</u>012 Attorney in Fact for Louis Page

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  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.