SEC Form 4

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

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

1. Name and Address of Reporting Person [*] GAVIN JOHN J JR	2. Issuer Name and Ticke CIMPRESS plc [0	ymbol		tionship of Reportir all applicable) Director Officer (give title	10%	ssuer Owner · (specify
(Last) (First) (Middle) CIMPRESS PLC BUILDING D, XEROX TECHNOLOGY PARK	3. Date of Earliest Transa 11/15/2020	ction (Month/E	vay/Year)		below)	below	
(Street) DUNDALK, COUNTY LOUTH, IRELAND (City) (State) (Zip)	4. If Amendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Form filed by On Form filed by Mo Person	e Reporting Pers	son
Table I - Non-Deriv	ative Securities Acq	uired, Disp	oosed of, or Benefi	cially	Owned		
1. Title of Security (Instr. 3) 2. Trans Date (Month/li	Action 2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3,		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect

(Month/Da	ay/Year)	(Month/Day/Year) Code (Instr. 8)		5)			Owned Following Reported	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
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)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed 3, 4	6. Date Exerc Expiration Da (Month/Day/)	ate	d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Performance Share Units ⁽¹⁾	\$111.23 ⁽²⁾	11/15/2020		A		1,123		(1)	11/15/2030	Ordinary Shares	1,123	\$0	1,123	D	

Explanation of Responses:

1. Each of these performance share units (PSU) represents a right to receive between 0 and 2.5 Cimpress ordinary shares upon the satisfaction of both (A) service-based vesting and (B) performance conditions relating to the compound annual growth rate (CAGR) of the three-year moving average daily price per share of Cimpress' ordinary shares (3YMA). The service-based vesting condition is that 25% of the original number of PSUs vest on each November 24 of 2021 through 2024 so long as the reporting person continues to be an eligible participant under Cimpress' 2016 Performance Incentive Plan on such vesting date. If the 3YMA CAGR equals or exceeds 11% on any of the sixth through tenth anniversaries of the grant date, then the reporting person is entitled to receive a distribution of up to 2.5 Cimpress ordinary shares for each vested PSU on a sliding scale based on the actual CAGR performance.

2. This dollar amount is the 3YMA on the date of grant, which is the baseline against which the CAGR of the 3YMA will be measured.

Remarks:

<u>/s/Kathryn L. Leach as</u> <u>Attorney in Fact for John J.</u>

Gavin, Jr.

11/17/2020

** 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.