SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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[*] **Cebula Wendy M** (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 **VISTAPRINT LTD** [VPRT] 3. Date of Earliest Transaction (Month/Day/Year) 06/04/2009 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) President-VistaPrint N.A. 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)	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	06/04/2009		S[(1)(2)]		100	D	$39.4	15,013	D	
Common Shares	06/04/2009		S		100	D	$39.44	14,913	D	
Common Shares	06/04/2009		S		100	D	$39.49	14,813	D	
Common Shares	06/04/2009		S		100	D	$39.52	14,713	D	
Common Shares	06/04/2009		S		100	D	$39.53	14,613	D	
Common Shares	06/04/2009		S		100	D	$39.55	14,513	D	
Common Shares	06/04/2009		S		100	D	$39.57	14,413	D	
Common Shares	06/04/2009		S		100	D	$39.58	14,313	D	
Common Shares	06/04/2009		S		200	D	$39.6	14,113	D	
Common Shares	06/04/2009		S		200	D	$39.61	13,913	D	
Common Shares	06/04/2009		S		100	D	$39.7	13,813	D	
Common Shares	06/04/2009		S		100	D	$39.72	13,713	D	
Common Shares	06/04/2009		S		100	D	$39.85	13,613	D	
Common Shares	06/04/2009		S		100	D	$39.86	13,513	D	
Common Shares	06/04/2009		S		100	D	$39.88	13,413	D	
Common Shares	06/04/2009		S		100	D	$39.91	13,313	D	
Common Shares	06/04/2009		S		100	D	$39.92	13,213	D	
Common Shares	06/04/2009		S		100	D	$39.94	13,113	D	
Common Shares	06/04/2009		S		100	D	$39.98	13,013	D	
Common Shares	06/04/2009		S		200	D	$39.99	12,813	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				

Explanation of Responses:

1. The sale of common shares reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading program adopted by the reporting person on March 12, 2009.

2. Separate sale transactions that were executed on 6/4/09 at the same price have been reported on an aggregate basis on a single line in Table I. The order in which the 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 second Form 4 of five Form 4 filings made by the reporting person to report transactions that occurred on June 4, 2009.

/s/ Lawrence A. Gold as Attorney in Fact for Wendy M.Cebula	06/08/2009
** Signature of Reporting Person	Date