SEC Form 4	
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## 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).
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## 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									
Estimated average burg	len									
hours per response:	0.5									

1 Indiric and Address of Reporting Ferson			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>VISTAPRINT LTD</u> [ VPRT ]		5. Relationship of Reporting Person(s) to Is (Check all applicable) Director 10% C				
·			—	_ x	Officer (give title below)	Other (specify below)			
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)		,	,			
C/O VISTAPRINT USA INCORPORATED		ORPORATED	08/21/2008		President-VistaPrint N.A.				
95 HAYDEN AVENUE									
			4. If Amendment, Date of Original Filed (Month/Day/Year)		vidual or Joint/Group Fili	ng (Check Applicable			
(Street)				Line)					
LEXINGTON	МА	02421		X	Form filed by One Re	porting Person			
	IVIA	02421	_		Form filed by More the Person	an One Reporting			
(City)	(State)	(Zip)							

## 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)		4. Securities Disposed Of	Acquirec (D) (Instr	l (A) or . 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)		(1130.4)
Common Shares	08/21/2008		M <sup>(1)</sup>		4,000	A	\$12.33	4,000	D	
Common Shares	08/21/2008		<b>S</b> <sup>(2)</sup>		300	D	\$31.67	3,700	D	
Common Shares	08/21/2008		S		100	D	\$31.6788	3,600	D	
Common Shares	08/21/2008		S		100	D	\$31.6888	3,500	D	
Common Shares	08/21/2008		S		400	D	\$31.76	3,100	D	
Common Shares	08/21/2008		S		400	D	\$31.07	2,700	D	
Common Shares	08/21/2008		S		400	D	\$31.5254	2,300	D	
Common Shares	08/21/2008		S		100	D	\$31.61	2,200	D	
Common Shares	08/21/2008		S		100	D	\$31.6266	2,100	D	
Common Shares	08/21/2008		S		400	D	\$31.68	1,700	D	
Common Shares	08/21/2008		S		100	D	\$31.7932	1,600	D	
Common Shares	08/21/2008		S		100	D	\$31.801	1,500	D	
Common Shares	08/21/2008		S		400	D	\$31.87	1,100	D	
Common Shares	08/21/2008		S		400	D	\$31.931	700	D	
Common Shares	08/21/2008		S		100	D	\$32.13	600	D	
Common Shares	08/21/2008		S		200	D	\$32.25	400	D	
Common Shares	08/21/2008		S		400	D	\$32.2632	0	D	
Common Shares								36,000	I	See Footnote <sup>(3)</sup>
Common Shares								9,000	I	See Footnote <sup>(4)</sup>

	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. 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)
		(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares								

	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)		of Deri Sec Acq (A) o Disp of (I	oosed D) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	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)	\$12.33	08/21/2008		M <sup>(1)</sup>			4,000	02/01/2007	05/31/2015	Common Shares	4,000	\$0	50,000	D	

Explanation of Responses:

1. The exercise of options and the sale of common shares reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading program adopted by the seller on June 26, 2008.

2. Separate sale transactions that were executed on 8/21/08 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.

3. Shares held by the Wendy M. Cebula Revocable Family Trust. Ms. Cebula disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

4. Shares held by the Richard A. Cebula Revocable Family Trust. Ms. Cebula disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

/s/ Lawrence A. Gold as

Attorney in Fact for Wendy M. 08/25/2008 Cebula

\*\* 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.