

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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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Estimated average burden

hours per response: 0.5

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<u>Holian Janet</u>			<u>VISTAPRINT LTD [VPRT]</u>		<input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive VP and CMO</u>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
<u>C/O VISTAPRINT USA, INCORPORATED</u>			<u>06/21/2006</u>			
<u>100 HAYDEN AVE</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)					<input checked="" type="checkbox"/> Form filed by One Reporting Person	
<u>LEXINGTON</u>	<u>MA</u>	<u>02421</u>			<input type="checkbox"/> Form filed by More than One Reporting Person	
(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. 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	06/21/2006		s ⁽¹⁾		100	D	\$28.18	133,462 ⁽²⁾	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		205	D	\$28.28	133,257	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		95	D	\$28.31	133,162	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		100	D	\$28.38	133,062	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		450	D	\$28.39	132,612	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		200	D	\$28.4	132,412	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		300	D	\$28.41	132,112	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		600	D	\$28.42	131,512	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		550	D	\$28.43	130,962	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		602	D	\$28.44	130,360	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		500	D	\$28.45	129,860	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		99	D	\$28.46	129,761	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		299	D	\$28.47	129,462	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		100	D	\$28.48	129,362	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		300	D	\$28.5	129,062	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		100	D	\$28.51	128,962	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		100	D	\$28.53	128,862	I	See footnote ⁽³⁾
Common Shares	06/21/2006		s ⁽¹⁾		200	D	\$28.56	128,662	I	See footnote ⁽³⁾

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	06/21/2006		S ⁽¹⁾		100	D	\$28.57	128,562	I	See footnote ⁽³⁾
Common Shares	06/21/2006		S ⁽¹⁾		300	D	\$28.58	128,262	I	See footnote ⁽³⁾
Common Shares	06/21/2006		S ⁽¹⁾		200	D	\$28.59	128,062	I	See footnote ⁽³⁾
Common Shares								4,000	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					

Explanation of Responses:

- The sale of common shares was effected pursuant to Rule 10b5-1 trading program adopted by the seller on March 16, 2006.
- Separate sale transactions that were executed on 06/21/2006 at the same price have been reported on an aggregate basis on a single line in Table I. The order in which sale transactions are set forth in Table I is not necessarily reflective of the sequence in which the sale transactions occurred in fact.
- Represents securities held by trusts established by Ms. Holian's spouse. Ms. Holian disclaims beneficial ownership of such securities except to the extent of her pecuniary interest therein.

Dean J. Breda as Attorney in
Fact for Janet Holian 06/21/2006

** 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.