

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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* <u>Keane Robert S</u> <hr/> (Last) (First) (Middle) CIMPRESS PLC BUILDING D, XEROX TECHNOLOGY PARK <hr/> (Street) DUNDALK, COUNTY LOUTH, IRELAND <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CIMPRESS plc [ CMRP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><u>CEO, Chairman</u></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/26/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			
Ordinary Shares	02/26/2020		M		48,400	A	\$47.91	406,964 <sup>(1)</sup>	I	By Eastern Irrevocable, LLC
Ordinary Shares	02/26/2020		M		500,000	A	\$50	906,964 <sup>(1)</sup>	I	By Eastern Irrevocable, LLC
Ordinary Shares	02/26/2020		M		112,231	A	\$50	1,019,195 <sup>(1)</sup>	I	By Eastern Irrevocable, LLC
Ordinary Shares	02/26/2020		F		445,220 <sup>(2)</sup>	D	\$119.91	573,975 <sup>(1)</sup>	I	By Eastern Irrevocable, LLC
Ordinary Shares	02/26/2020		M		48,400	A	\$47.91	406,924 <sup>(1)</sup>	I	By Western Irrevocable, LLC
Ordinary Shares	02/26/2020		M		500,000	A	\$50	906,924 <sup>(1)</sup>	I	By Western Irrevocable, LLC
Ordinary Shares	02/26/2020		M		112,231	A	\$50	1,019,155 <sup>(1)</sup>	I	By Western Irrevocable, LLC
Ordinary Shares	02/26/2020		F		445,220 <sup>(2)</sup>	D	\$119.91	573,935 <sup>(1)</sup>	I	By Western Irrevocable, LLC
Ordinary Shares								109,181	I	By Keane Family Foundation
Ordinary Shares								28,375	I	By RHS Holdings Incorporated
Ordinary Shares								51,900	I	By Delaware 2001, LLC
Ordinary Shares								390,000	I	By First Delaware 2003, LLC
Ordinary Shares								390,000	I	By Second Delaware 2003, LLC

**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			
Ordinary Shares								185,000	I	By Third Delaware 2011, LLC

**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				
Option (right to buy)	\$47.91	02/26/2020		M			48,400	05/06/2011 <sup>(3)</sup>	05/06/2020	Ordinary Shares	48,400	\$47.91	0	I	By The Eastern Irrevocable, LLC
Option (right to buy)	\$50 <sup>(4)</sup>	02/26/2020		M			500,000	05/04/2013 <sup>(5)(6)</sup>	05/04/2020	Ordinary Shares	500,000	\$50	0	I	By The Eastern Irrevocable, LLC
Option (right to buy)	\$50.0001 <sup>(4)(7)</sup>	02/26/2020		M			500,000	05/04/2013 <sup>(5)(6)</sup>	05/04/2020	Ordinary Shares	500,000	\$50	0	I	By The Eastern Irrevocable, LLC
Option (right to buy)	\$47.91	02/26/2020		M			48,400	05/06/2011 <sup>(3)</sup>	05/06/2020	Ordinary Shares	48,400	\$47.91	0	I	By Western Irrevocable, LLC
Option (right to buy)	\$50 <sup>(4)</sup>	02/26/2020		M			500,000	05/04/2013 <sup>(5)(6)</sup>	05/04/2020	Ordinary Shares	500,000	\$50	0	I	By Western Irrevocable, LLC
Option (right to buy)	\$50.0001 <sup>(4)(7)</sup>	02/26/2020		M			112,231	05/04/2013 <sup>(5)(6)</sup>	05/04/2020	Ordinary Shares	112,231	\$50	0	I	By Western Irrevocable, LLC

**Explanation of Responses:**

- Includes 28,375 shares held by RHS Holdings Incorporated, of which The Eastern Irrevocable Trust and The Western Irrevocable Trust are the sole shareholders.
- Of the 445,220 shares forfeited, 274,626 shares were forfeited as payment of the exercise price and 170,594 shares were forfeited as payment of the withholding taxes.
- This option became exercisable as to 25% of the original number of shares on the Exercisable Date shown on Table II, and as to an additional 6.25% of the original number of shares at the end of each successive three-month period thereafter.
- The option exercise price per share is \$50.00, which is at least 33% higher than the closing price of Cimpress' ordinary shares on the NASDAQ Global Select Market on the date of grant.
- The share options vest over a seven-year period as follows: 6.25% of the original number of ordinary shares subject to the share options vest on the Exercisable Date in Table II. The remaining ordinary shares vest on a quarterly basis over the subsequent six years in tranches ranging from 1.56% to 10.94% of the original number of ordinary shares subject to the option.
- In addition to the vesting restrictions referred to in footnote 5 above, these share options are exercisable only on days when the high price per share of Cimpress' ordinary shares on NASDAQ equals or exceeds \$75.00.
- \$.00001 added to exercise price solely to differentiate the securities on this Form 4.

**Remarks:**

/s/Kathryn L. Leach, as attorney-in fact-for Robert Keane    02/28/2020

\*\* 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.

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