

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Mullen Fergal J</u> (Last) (First) (Middle) <u>C/O HIGHLAND CAPITAL PARTNERS LLC</u> <u>92 HAYDEN AVENUE</u> (Street) <u>LEXINGTON MA 02421</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VISTAPRINT LTD [VPRT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/16/2006</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 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 Stock	08/16/2006		J ⁽¹⁾		1,219,138	D	(2)	0	I	By Highland Capital Partners VI Limited Partnership ⁽³⁾
Common Stock	08/16/2006		J ⁽⁴⁾		667,995	D	(2)	0	I	By Highland Capital Partners VI-B Limited Partnership ⁽⁵⁾
Common Stock	08/16/2006		J ⁽⁶⁾		60,373	D	(2)	0	I	By Highland Entrepreneurs' Fund VI Limited Partnership ⁽⁷⁾
Common Stock	08/16/2006		J ⁽⁸⁾		410,833	A	(2)	410,833	I	By Highland Management Partners VI Limited Partnership ⁽⁸⁾
Common Stock	08/16/2006		J ⁽⁹⁾		12,424	A	(2)	12,424	I	By HEF VI Limited Partnership ⁽⁹⁾
Common Stock	08/16/2006		J ⁽¹⁰⁾		410,833	D	(2)	0	I	By Highland Management Partners VI Limited Partnership ⁽¹¹⁾
Common Stock	08/16/2006		J ⁽¹²⁾		12,424	D	(2)	0	I	By HEF VI Limited Partnership ⁽¹³⁾
Common Stock	08/16/2006		J ⁽¹⁴⁾		16,422	A	(2)	25,365	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)
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative (Instr. 3)	2. Conversion Date (Month/Day/Year)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V Code (Instr. 8)	(A) Number of Derivative Securities Acquired (A) or Disposed of (D)	(D) Date Exercisable and Expiration Date (Month/Day/Year)	Title of Underlying 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 Ownership (Instr. 4)
1. Distribution of shares held by Highland Capital Partners VI Limited Partnership ("HCP VI") for no consideration.											
2. Not applicable											
3. Represents share amount held by HCP VI, an affiliate of the Reporting Person.											
4. Distribution of shares held by Highland Capital Partners VI-B Limited Partnership ("HCP VI-B") for no consideration.											
5. Represents share amount held by HCP VI-B, an affiliate of the Reporting Person.											
6. Distribution of shares held by Highland Entrepreneurs' Fund VI Limited Partnership ("HEF") for no consideration.											
7. Represents share amount held by HEF, an affiliate of the Reporting Person.											
8. Represents shares distributed by each of HCP VI and HCP VI-B to Highland Management Partners VI Limited Partnership ("HMP VI"), the general partner of each of HCP VI and HCP VI-B and an affiliate of the Reporting Person, which shares were previously reported as beneficially owned by the Reporting Person. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.											
9. Represents shares distributed by HEF to HEF VI Limited Partnership ("HEF VI"), the general partner and affiliate of the Reporting Person, which shares were previously reported as beneficially owned by the Reporting Person. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.											
10. Distribution of shares held by HMP VI for no consideration.											
11. Represents share amount held by HMP VI, an affiliate of the Reporting Person.											
12. Distribution of shares held by HEF VI for no consideration.											
13. Represents share amount held by HEF VI, an affiliate of the Reporting Person.											
14. Change from indirect to direct ownership upon a distribution of shares by each of HMP VI and HEF VI to the Reporting Person, which shares were previously reported as beneficially owned by the Reporting Person.											

Remarks:

/s/ Fergal J. Mullen 08/18/2006
 ** 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.