

**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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1. Name and Address of Reporting Person* <u>Holian Janet</u>  (Last) (First) (Middle) <u>C/O VISTAPRINT USA, INCORPORATED</u> <u>100 HAYDEN AVE</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)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive VP and CMO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2007</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/01/2007		S <sup>(1)(2)</sup>		50	D	\$41.91	36,912	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		200	D	\$41.94	36,712	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		50	D	\$41.96	36,662	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$41.99	36,562	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		119	D	\$42	36,443	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		81	D	\$42.01	36,362	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.02	36,262	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.03	36,162	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.06	36,062	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.1	35,962	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.11	35,862	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		200	D	\$42.15	35,662	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.29	35,562	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.53	35,462	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.68	35,362	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.7	35,262	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.74	35,162	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		100	D	\$42.75	35,062	I	See footnote <sup>(3)</sup>

**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	02/01/2007		S		96	D	\$42.84	34,966	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		104	D	\$42.85	34,862	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		199	D	\$42.88	34,663	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		1	D	\$42.89	34,662	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		80	D	\$43.09	34,582	I	See footnote <sup>(3)</sup>
Common Shares	02/01/2007		S		20	D	\$43.1	34,562	I	See footnote <sup>(3)</sup>
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 programs adopted by the seller on December 14, 2006.
- Separate sale transactions that were executed on 02/01/07 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.

**Remarks:**

This is the third Form 4 of three Form 4 filings made by the reporting person to report transactions that occurred on February 1, 2007.

/s/ Lawrence A. Gold as  
Attorney in Fact for Janet      02/05/2007  
Holian

\*\* 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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