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).

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 burden

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Estimated average burden	

1. Name and Addre	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol CIMPRESS N.V. [VPRT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) C/O CIMPRESS		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/12/2014	Officer (give title Other (specify below) below)				
95 HAYDEN AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) LEXINGTON	MA	02421		X Form filed by One Reporting Person 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)	str. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date if any (Month/Day/Year)		Code (Instr.					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)		(1150. 4)
Ordinary Shares	11/12/2014		A		1,608(1)	Α	\$0.00	5,460	D	
Ordinary Shares								14,727	Ι	By Peter Gyenes Revocable Living Trust ⁽²⁾

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. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed 3, 4	Expiration Date (Month/Day/Year)		Amount of		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)	\$68.38	11/12/2014		A		1,451		02/12/2015 ⁽³⁾	11/12/2024	Ordinary Shares	1,451	\$0.00	1,451	D	

Explanation of Responses:

The reporting person does not directly own these shares at this time. These shares are restricted share units ("RSUs"); each RSU represents Cimpress' commitment to issue one ordinary share when the RSU vests. These RSUs vest at a rate of 12.5% of the original number of RSUs each successive three-month period following the grant date until the second anniversary of the grant date.
 The reporting person is the sole trustee, and the reporting person's spouse is the sole beneficiary.

3. This option vests at a rate of 8.33% of the original number of ordinary shares subject to the option each successive three-month period following the grant date until the third anniversary of the grant date. **Remarks:**

<u>/s/Kathryn L. Leach as</u>
Attorney in Fact for Peter
<u>Gyenes</u>

11/14/2014

** 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.