

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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>Kelly Peter</u> (Last) (First) (Middle) C/O CIMPRESS N.V. 275 WYMAN STREET (Street) WALTHAM MA 02451 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/13/2018	3. Issuer Name and Ticker or Trading Symbol <u>CIMPRESS N.V. [CMPR]</u>	
		4. 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>EVP & CEO, National Pen</u>	5. 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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Performance Share Units ⁽¹⁾	(1)	02/15/2027	Ordinary Shares	15,806	75.92 ⁽²⁾	D	
Performance Share Units ⁽³⁾	(3)	08/15/2027	Ordinary Shares	2,888	83.1 ⁽²⁾	D	
Performance Share Units ⁽⁴⁾	(4)	08/15/2027	Ordinary Shares	7,220	83.1 ⁽²⁾	D	
Performance Share Units ⁽⁵⁾	(5)	08/15/2028	Ordinary Shares	5,843	102.68 ⁽²⁾	D	

Explanation of Responses:

- Each of these performance share units (PSU) represents a right to receive between 0 and 2.5 Cimpres ordinary shares upon the satisfaction of both (A) service-based vesting and (B) performance conditions relating to the compound annual growth rate (CAGR) of the three-year moving average daily price per share of Cimpres' ordinary shares (3YMA). The service-based vesting condition is that 25% of the original number of PSUs vest on each January 2 of 2018 through 2021 so long as the reporting person continues to be an eligible participant under Cimpres' 2016 Performance Incentive Plan on such vesting date. If the 3YMA CAGR equals or exceeds (i) 11% on any of the sixth through ninth anniversaries of the grant date or (ii) 7% on the tenth anniversary of the grant date, then the reporting person is entitled to receive a distribution of up to 2.5 Cimpres ordinary shares for each vested PSU on a sliding scale based on the actual CAGR performance.
- This dollar amount is the 3YMA on the date of grant, which is the baseline against which the CAGR of the 3YMA will be measured.
- Each of these PSUs represents a right to receive between 0 and 2.5 Cimpres ordinary shares upon the satisfaction of both (A) service-based vesting and (B) performance conditions relating to the CAGR of the 3YMA. The service-based vesting condition is that 25% of the original number of PSUs vest on each June 30 of 2018 through 2021 so long as the reporting person continues to be an eligible participant under Cimpres' 2016 Performance Incentive Plan on such vesting date. If the 3YMA CAGR equals or exceeds (i) 11% on any of the sixth through ninth anniversaries of the grant date or (ii) 7% on the tenth anniversary of the grant date, then the reporting person is entitled to receive a distribution of up to 2.5 Cimpres ordinary shares for each vested PSU on a sliding scale based on the actual CAGR performance.
- Each of these supplemental PSUs represents a right to receive between 0 and 2.5 Cimpres ordinary shares upon the satisfaction of (A) service-based vesting, (B) a performance condition relating to Cimpres' cumulative consolidated unlevered free cash flow over the period from June 30, 2018 to June 30, 2020 ("UFCF Goal"), and (C) performance conditions relating to the CAGR of the 3YMA as described in footnote 3 above. The service-based vesting condition is that one third of the original number of PSUs vest on each June 30 of 2018 through 2020 so long as the reporting person continues to be an eligible participant under Cimpres' 2016 Performance Incentive Plan on such vesting date. If Cimpres' cumulative consolidated unlevered free cash flow over the three-year period does not equal or exceed the UFCF Goal, then the PSU award expires in its entirety promptly after June 30, 2020.
- Each of these PSUs represents a right to receive between 0 and 2.5 Cimpres ordinary shares upon the satisfaction of both (A) service-based vesting and (B) performance conditions relating to the CAGR of the 3YMA. The service-based vesting condition is that 25% of the original number of PSUs vest on each June 30 of 2019 through 2022 so long as the reporting person continues to be an eligible participant under Cimpres' 2016 Performance Incentive Plan on such vesting date. If the 3YMA CAGR equals or exceeds (i) 11% on any of the sixth through ninth anniversaries of the grant date or (ii) 7% on the tenth anniversary of the grant date, then the reporting person is entitled to receive a distribution of up to 2.5 Cimpres ordinary shares for each vested PSU on a sliding scale based on the actual CAGR performance.

Remarks:

/s/Kathryn L. Leach, as attorney-in-fact for Peter Kelly 11/20/2018

** 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 5 (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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