

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

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> (Last) (First) (Middle) VISTAPRINT, 95 HAYDEN AVENUE (Street) LEXINGTON MA 02421 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VISTAPRINT N.V. [VPRT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) CEO, President / Chairman of Management Board
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 06/30/2014	
	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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Ordinary Shares	08/02/2013		S ⁽¹⁾ 5	33,830	D	\$55.094 ⁽²⁾	216,545	I	By RHS Holdings Incorporated
Ordinary Shares	08/05/2013		S ⁽¹⁾ 5	31,170	D	\$55.1425 ⁽³⁾	185,375	I	By RHS Holdings Incorporated
Ordinary Shares							213,036 ⁽⁴⁾	I	By The Eastern Irrevocable Trust
Ordinary Shares							213,035 ⁽⁴⁾	I	By The Western Irrevocable Trust
Ordinary Shares							102,181	I	By The Keane Family Foundation
Ordinary Shares							51,900	I	By Delaware 2001 Investment Trust
Ordinary Shares							472,200	I	By First Delaware 2003 Investment Trust
Ordinary Shares							472,200	I	By Second Delaware 2003 Investment Trust
Ordinary Shares							185,000	I	By Third Delaware 2011 Investment Trust

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)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. 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 Beneficial Ownership (Instr. 4)
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Explanation of Responses:

- The transactions reported on this Form 5 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person on June 8, 2012.
- The price range for sales of these shares was between \$55.00 and \$55.25 per share. Upon appropriate request, the reporting person will provide full information regarding the number of shares sold at each separate price.
- The price range for sales of these shares was between \$55.00 and \$55.38 per share. Upon appropriate request, the reporting person will provide full information regarding the number of shares sold at each separate price.
- Includes 185,375 shares held by RHS Holdings Incorporated, of which The Eastern Irrevocable Trust and The Western Irrevocable Trust are the sole shareholders.

Remarks:

/s/Kathryn L. Leach, as attorney-in-fact for Robert S. Keane 08/12/2014

** 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.