

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>02/07/2007</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 | 02/07/2007 | | S ⁽¹⁾⁽²⁾ | | 100 | D | \$41.61 | 29,911 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$41.63 | 29,811 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$41.66 | 29,711 | D | |
| Common Shares | 02/07/2007 | | S | | 110 | D | \$41.68 | 29,601 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$41.69 | 29,501 | D | |
| Common Shares | 02/07/2007 | | S | | 101 | D | \$41.73 | 29,400 | D | |
| Common Shares | 02/07/2007 | | S | | 800 | D | \$41.74 | 28,600 | D | |
| Common Shares | 02/07/2007 | | S | | 1,573 | D | \$41.75 | 27,027 | D | |
| Common Shares | 02/07/2007 | | S | | 199 | D | \$41.76 | 26,828 | D | |
| Common Shares | 02/07/2007 | | S | | 503 | D | \$41.78 | 26,325 | D | |
| Common Shares | 02/07/2007 | | S | | 892 | D | \$41.8 | 25,433 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$41.81 | 25,333 | D | |
| Common Shares | 02/07/2007 | | S | | 200 | D | \$41.82 | 25,133 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$41.83 | 25,033 | D | |
| Common Shares | 02/07/2007 | | S | | 101 | D | \$41.84 | 24,932 | D | |
| Common Shares | 02/07/2007 | | S | | 220 | D | \$41.85 | 24,712 | D | |
| Common Shares | 02/07/2007 | | S | | 300 | D | \$41.86 | 24,412 | D | |
| Common Shares | 02/07/2007 | | S | | 300 | D | \$41.89 | 24,112 | D | |
| Common Shares | 02/07/2007 | | S | | 1 | D | \$41.94 | 24,111 | D | |
| Common Shares | 02/07/2007 | | S | | 200 | D | \$41.97 | 23,911 | D | |
| Common Shares | 02/07/2007 | | S | | 1 | D | \$41.98 | 23,910 | D | |
| Common Shares | 02/07/2007 | | S | | 110 | D | \$42 | 23,800 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$42.01 | 23,700 | D | |
| Common Shares | 02/07/2007 | | S | | 88 | D | \$42.08 | 23,612 | D | |
| Common Shares | 02/07/2007 | | S | | 712 | D | \$42.1 | 22,900 | D | |
| Common Shares | 02/07/2007 | | S | | 400 | D | \$42.11 | 22,500 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$42.16 | 22,400 | D | |
| Common Shares | 02/07/2007 | | S | | 200 | D | \$42.18 | 22,200 | D | |
| Common Shares | 02/07/2007 | | S | | 100 | D | \$42.21 | 22,100 | D | |

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 | 02/07/2007 | | s | | 300 | D | \$42.24 | 21,800 | 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 exercise of options and the sale of common shares reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading program adopted by the reporting person on February 2, 2007.
- Separate sale transactions that were executed on 2/7/07 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.

Remarks:

This is the third Form 4 of four Form 4 filings made by the reporting person to report transactions that occurred on February 7, 2007.

/s/ Lawrence A. Gold as
Attorney in Fact for Janet 02/08/2007
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.

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.