SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

| 1. Name and Address of Reporting Person*
 Hansen Hauke
 (Last) (First) (Middle)
 VISTAPRINT, 95 HAYDEN AVENUE
 (Street)
 LEXINGTON MA 02421
 (City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol
 VISTAPRINT N.V. [VPRT]

 3. Date of Earliest Transaction (Month/Day/Year)
 04/15/2013

 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director   10% Owner
 X Officer (give title below)   Other (specify below)
 Chief Manufacturing Officer

 6. Individual or Joint/Group Filing (Check Applicable Line)
 X Form filed by One Reporting Person
 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 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			
Ordinary Shares	04/15/2013		M		268[1]	A	$0.00[2]	6,111	D	
Ordinary Shares	04/15/2013		M		240[3]	A	$0.00[2]	6,351	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	Title	Amount or Number of Shares				
Restricted Share Units (right to acquire)	$0.00[2]	04/15/2013		M			268	01/15/2012[4]	01/15/2015	Ordinary Shares	268	$0.00	1,882	D	
Restricted Share Units (right to acquire)	$0.00[2]	04/15/2013		M			240	07/15/2012[5]	07/15/2015	Ordinary Shares	240	$0.00	2,166	D	

Explanation of Responses:

1. The shares acquired represent the number of shares that automatically vested pursuant to a grant of Restricted Share Units on February 15, 2011.

2. Each restricted share unit represents the Company's commitment to issue one ordinary share.

3. The shares acquired represent the number of shares that automatically vested pursuant to a grant of Restricted Share Units on August 15, 2011.

4. These RSUs vest over a four year period: 25% of the original number of shares (4,300 shares) vested on the Exercisable Date shown in Table II and 6.25% vest per quarter thereafter.

5. These RSUs vest over a four year period: 25% of the original number of shares (3,849 shares) vested on the Exercisable Date shown in Table II and 6.25% vest per quarter thereafter.

Remarks:

/s/Kathryn L Leach, as attorney-in-fact for Hauke Hansen   04/17/2013

** 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.