

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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|                                                                       |                                                                     |                                                                                                                                                                                                                          |                                                                                                                                                                                       |
|-----------------------------------------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person*<br><u>Gold Lawrence Adam</u> | 2. Date of Event Requiring Statement (Month/Day/Year)<br>09/14/2016 | 3. Issuer Name and Ticker or Trading Symbol<br><u>CIMPRESS N.V. [ CMPR ]</u>                                                                                                                                             |                                                                                                                                                                                       |
|                                                                       |                                                                     | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>EVP, Chief Legal Officer</u> | 5. If Amendment, Date of Original Filed (Month/Day/Year)                                                                                                                              |
| (Last) (First) (Middle)<br><u>C/O CIMPRESS, 275 WYMAN STREET</u>      |                                                                     |                                                                                                                                                                                                                          | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |
| (Street)<br><u>WALTHAM MA 02451</u>                                   |                                                                     |                                                                                                                                                                                                                          |                                                                                                                                                                                       |
| (City) (State) (Zip)                                                  |                                                                     |                                                                                                                                                                                                                          |                                                                                                                                                                                       |

## 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) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Ordinary Shares                 | 1,261                                                 | D                                                        |                                                       |

## 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 |                                                        |                                                          |                                                       |
| Restricted Share Unit (right to acquire)   | 08/15/2014 <sup>(1)</sup>                                | 08/15/2017      | Ordinary Shares                                                             | 3,516                      | 0.00 <sup>(2)</sup>                                    | D                                                        |                                                       |
| Restricted Share Unit (right to acquire)   | 08/15/2015 <sup>(1)</sup>                                | 08/15/2018      | Ordinary Shares                                                             | 7,931                      | 0.00 <sup>(2)</sup>                                    | D                                                        |                                                       |
| Restricted Share Unit (right to acquire)   | 08/15/2016 <sup>(1)</sup>                                | 08/15/2019      | Ordinary Shares                                                             | 9,183                      | 0.00 <sup>(2)</sup>                                    | D                                                        |                                                       |
| Performance Share Units                    | <sup>(3)</sup>                                           | 08/15/2026      | Ordinary Shares                                                             | 11,232                     | 69.44 <sup>(4)</sup>                                   | D                                                        |                                                       |
| Stock Option (right to buy)                | 05/15/2008 <sup>(5)</sup>                                | 08/06/2017      | Ordinary Shares                                                             | 2,214                      | 33.47                                                  | D                                                        |                                                       |
| Stock Option (right to buy)                | 08/15/2013 <sup>(6)</sup>                                | 08/15/2020      | Ordinary Shares                                                             | 54,263                     | 50                                                     | D                                                        |                                                       |

## Explanation of Responses:

- These restricted share units vest over a four year period: 25% of the original number of shares vest on the Exercisable Date shown in Table II and 6.25% vest per quarter thereafter.
- Each restricted share unit represents the company's commitment to issue one ordinary share.
- Each performance share unit (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 CAGR of the 3YMA. The service-based vesting condition is that 25% of the original number of PSUs vest on each June 30 of 2017 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 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 three-year moving average daily price per share of Cimpres' ordinary shares ("3YMA") on the date of grant, which is the baseline against which the compound annual growth rate ("CAGR") of the 3YMA will be measured.
- This share option vests over a four-year period: On the first anniversary of the grant date, 25% of the number of shares originally granted vest, and 6.25% of the original number of shares vest per quarter thereafter.
- The share option vests over a seven-year period from the date of grant, as follows: 6.25% of the original number of ordinary shares subject to the share option vests on the date set forth in the Date Exercisable column. The remaining ordinary shares vest on a quarterly basis over the subsequent six years in tranches ranging from 1.56% to 10.94% of the original number of ordinary shares subject to the option.

## Remarks:

/s/Lawrence Adam Gold 09/22/2016

\*\* 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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