

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

---

**Form 8-K  
CURRENT REPORT**  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 12, 2024

---

**Cimpress plc**  
(Exact Name of Registrant as Specified in Its Charter)

---

<b>Ireland</b> (State or Other Jurisdiction of Incorporation)	<b>000-51539</b> (Commission File Number)	<b>98-0417483</b> (IRS Employer Identification No.)
---	---	---

**First Floor Building 3, Finnabair Business and Technology Park A91 XR61  
Dundalk, Co. Louth  
Ireland**

(Address of Principal Executive Offices)

**Registrant's telephone number, including area code: +353 42 938 8500**

**not applicable**  
(Former Name or Former Address, if Changed Since Last Report)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company, as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Exchange on Which Registered
Ordinary Shares, nominal value per share of €0.01	CMPR	NASDAQ Global Select Market

---

---

## Item 8.01 Other Events

On September 12, 2024, Cimpress plc priced its previously announced private offering (the "Offering") of \$525.0 million in aggregate principal amount of 7.375% senior notes due 2032 (the "notes"). The notes will pay interest on a semi-annual basis. The price to investors will be 100% of the principal amount of the notes. The Offering is expected to close on September 26, 2024, subject to customary closing conditions.

The notes are being sold in a private placement to persons who are reasonably believed to be "qualified institutional buyers" pursuant to Rule 144A under the Securities Act of 1933, as amended (the "Securities Act") and to non-U.S. persons outside the United States under Regulation S under the Securities Act.

The press release announcing the pricing of the Offering is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Neither this Current Report on Form 8-K nor the press release attached hereto as Exhibit 99.1 shall constitute an offer to sell or the solicitation of an offer to buy any notes, nor shall there be any sale of the notes in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction.

## Item 9.01. Financial Statements and Exhibits

### (d) Exhibits

Exhibit No.	Description
<a href="#">99.1</a>	Press release dated September 12, 2024 entitled "Cimpress Prices Offering of \$525 Million of Senior Notes Due 2032"
104	Cover Page Interactive Data File, formatted in iXBRL

---

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

September 12, 2024

Cimpres plc

By: \_\_\_\_\_ /s/ Sean E. Quinn  
**Sean E. Quinn**  
**Executive Vice President and Chief Financial Officer**



**Contacts:**

**Investor Relations**

Meredith Burns  
ir@cimpress.com  
+1.781.652.6480

**Media Relations:**

Sara Litwiller  
mediarelations@cimpress.com

**Cimpress Prices Offering of \$525 Million of Senior Notes Due 2032**

**Dundalk, Ireland, September 12, 2024** -- Cimpress plc (Nasdaq: CMPR) today announced it has priced the previously announced private offering (the "Offering") of \$525.0 million in aggregate principal amount of 7.375% senior notes due 2032 (the "notes"). The notes will pay interest on a semi-annual basis. The price to investors will be 100% of the principal amount of the notes. The issuance of the notes is expected to close on September 26, 2024, subject to customary closing conditions.

Concurrently with the consummation of the Offering, we intend to amend our existing credit agreement to, among other things, extend the maturity of our revolving credit facility and amend the interest rate applicable to any loans under our revolving credit facility (the "Credit Agreement Amendment").

We intend to use the net proceeds of this offering, together with cash on hand, to fund the redemption of all of our existing 7.0% Senior Notes due 2026 and to pay all fees and expenses related to the Offering and the Credit Agreement Amendment. The consummation of the Offering is not contingent upon the closing of the Credit Agreement Amendment and the closing of the Credit Agreement Amendment is not contingent upon the consummation of the Offering.

The notes have not been registered under the Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act, and other applicable securities laws. Within the United States, the notes will only be offered to persons who are reasonably believed to be "qualified institutional buyers," as defined in Rule 144A under the Securities Act. Outside the United States, the notes will only be offered to persons other than "U.S. persons," as defined in Rule 902 under the Securities Act, in offshore transactions in reliance upon Regulation S under the Securities Act.

This press release is neither an offer to sell nor the solicitation of an offer to buy the notes or any security and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale is unlawful.

Some of the statements in this press release are "forward-looking" and are made pursuant to the safe harbor provision of the Private Securities Litigation Reform Act of 1995. These "forward-looking" statements include statements relating to, among other things, the Offering, the Credit Agreement Amendment and the intended use of proceeds of the Offering. These statements involve risks and

uncertainties that may cause results to differ materially from the statements set forth in this press release, including market conditions and the risks and uncertainties referenced from time to time in the Company's filings with the Securities and Exchange Commission. The Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to such statements to reflect any change in its expectations with regard thereto or any changes in the events, conditions or circumstances on which any such statement is based.

#### **About Cimpres**

Cimpres plc (Nasdaq: CMPR) invests in and builds customer-focused, entrepreneurial, print mass-customization businesses for the long term. Mass customization is a competitive strategy which seeks to produce goods and services to meet individual customer needs with near mass production efficiency. Cimpres businesses include BuildASign, Drukwerkdeal, Exaprint, National Pen, Packstyle, Pixartprinting, Printi, VistaPrint, and WIRmachenDRUCK.

Cimpres and the Cimpres logo are trademarks of Cimpres plc or its subsidiaries. All other brand and product names appearing on this announcement may be trademarks or registered trademarks of their respective holders.