

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-15**  
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### REPORTING OWNER

**Greiner Michael**

CIK: **1520392**

Type: **4** | Act: **34** | File No.: **000-51539** | Film No.: **13849801**

Mailing Address  
C/O VISTAPRINT  
95 HAYDEN AVENUE  
LEXINGTON MA 02421

### ISSUER

**VISTAPRINT N.V.**

CIK: **1262976** | IRS No.: **980417483** | State of Incorporation: **P7** | Fiscal Year End: **0630**  
SIC: **2750** Commercial printing

Mailing Address  
C/O VISTAPRINT USA,  
INCORPORATED  
95 HAYDEN AVE.  
LEXINGTON MA 02421

Business Address  
HUDSONWEG 8  
VENLO P7 5928 LW  
781-652-6300

# 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

OMB APPROVAL	
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>Greiner Michael</b>			2. Issuer Name and Ticker or Trading Symbol <b>VISTAPRINT N.V. [VPRT]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Accounting Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/15/2013</b>					
C/O VISTAPRINT, 95 HAYDEN AVENUE			4. If Amendment, Date 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		
(Street)								
LEXINGTON, MA 02421								
(City)	(State)	(Zip)						

**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	05/15/2013		M		625 <sup>(1)</sup>	A	\$ 0 <sup>(2)</sup>	736	D	
Ordinary Shares	05/15/2013		M		63 <sup>(3)</sup>	A	\$ 0 <sup>(2)</sup>	799	D	
Ordinary Shares	05/15/2013		F		219	D	\$46.6	580	D	
Ordinary Shares	05/15/2013		S		580	D	\$45.57 <sup>(4)</sup>	0	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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Share Units (right to acquire)	\$ 0 <sup>(2)</sup>	05/15/2013		M		625		05/15/2012 <sup>(5)</sup>	05/15/2015	Ordinary Shares	625	\$ 0 <sup>(2)</sup>	5,000	D	

Restricted Share Units (right to acquire)	\$ 0 <sup>(2)</sup>	05/15/2013		<u>M</u>		63	05/15/2012 <sup>(5)</sup>	05/15/2015	Ordinary Shares	63	\$ 0 <sup>(2)</sup>	500	D	
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**Explanation of Responses:**

1. The shares acquired represent the number of shares that automatically vested pursuant to a grant of Restricted Share Units on May 31, 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 31, 2011.
4. The price range for sales of these shares was between \$47.55 and \$47.60 per share. Upon appropriate request, the reporting person will provide full information regarding the number of shares sold at each separate price.
5. These RSUs 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.

**Signatures**

/s/Kathryn L. Leach, as attorney-in-fact for Michael Greiner

\*\* Signature of Reporting Person

05/16/2013

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.

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