Ray Anne Marie Form 4 July 26, 2018

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average burden hours per

Form 5 obligations may continue.

See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Ray Anne Marie			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			Vera Bradley, Inc. [VRA]	(Check all applicable)		
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction			
			(Month/Day/Year)	Director 10% Owner		
C/O VERA BRADLEY, INC., 12420			07/24/2018	Officer (give titleX Other (specify below)		
STONEBRIDGE ROAD)		Member of a 10% owner group		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
				X Form filed by One Reporting Person		
ROANOKE, IN 46783				Form filed by More than One Reporting Person		

(City)	(State)	${\bf (Zip)} \qquad \qquad {\bf Table~I-Non-Derivative~Securities~Acquired, Disposed~of, or~Beneficially~Owned}$								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(A) or			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)	
Common Stock	07/24/2018		S	3,276 (1)	D	\$ 13.8 (2)	205,280	I	By Anne-Marie Ray Revocable Trust	
Common Stock	07/25/2018		S	3,276 (1)	D	\$ 13.65 (2)	202,004	I	By Anne-Marie Ray Revocable Trust	
Common Stock	07/24/2018		S	10,913 (1)	D	\$ 13.81	425,634	I	By Michael Ray 2009	

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					(3)			Grantor Retained Annuity Trust
Common Stock	07/25/2018	S	10,913	D	\$ 13.65 (3)	414,721	I	By Michael Ray 2009 Grantor Retained Annuity Trust
Common Stock						2,810,469 (4)	I	By Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust
Common Stock						46,252	I	By Anne-Marie Ray 2016 Grantor Retained Annuity Trust #1
Common Stock						411,003	I	By Anne-Marie Ray 2017 Grantor Retained Annuity Trust #1
Reminder: Re	eport on a separate line for each class of secu	ırities ber	neficially own	ed d	irectly or	indirectly		
			Person informa require	ns w atio ed to ys a	n contai	ond to the colle ned in this form of unless the folly yalid OMB co	m are not orm	SEC 1474 (9-02)
	Table II - Derivative Seco	urities A	cquired, Disp	oseo	d of, or B	eneficially Owne	d	
	(, , , , , , , , , , , , , , , , , , ,		4 4.		4*1 1	•4•		

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	S	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr

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(Instr. 3, 4, and 5)

Date Expiration Or Number Of Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ray Anne Marie C/O VERA BRADLEY, INC. 12420 STONEBRIDGE ROAD ROANOKE, IN 46783

Member of a 10% owner group

Signatures

/s/ Anne-Marie

Ray 07/25/2018

**Signature of Date
Reporting Person

Explanation of Responses:

- * 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).
- (1) The sales reported in this Form 4 were effected under a Rule 10b5-1 trading plan adopted on April 6, 2018.
 - The prices reported are weighted average prices. The shares sold on July 24, 2018 were sold in multiple transactions at prices ranging from \$13.69 to \$14.07, inclusive, and the shares sold on July 25, 2018 were sold in multiple transactions at prices ranging from \$13.56 to
- (2) \$13.76, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
 - The prices reported are weighted average prices. The shares sold on July 24, 2018 were sold in multiple transactions at prices ranging from \$13.67 to \$14.07, inclusive, and the shares sold on July 25, 2018 were sold in multiple transactions at prices ranging from \$13.56 to
- (3) \$13.76, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (4) The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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