SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 10)

Vera Bradley, Inc. (Name of Issuer)

Common Stock, No Par Value (Title of Class of Securities)

> 92335C106 (CUSIP Number)

Alan Singer, Esq. Morgan, Lewis & Bockius LLP 1701 Market Street Philadelphia, Pennsylvania 19103 (215) 963-5000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 19, 2018 (Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this Schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box \Box

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SCHEDULE 13D

—							
1	NAMES OF REPORTING PERSONS						
	Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*						
2	(a) \square (b) \square						
3	SEC USE C	NLY	7				
4	SOURCE C	F FU	JNDS				
	00						
5	CHECK IF	DISC	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				
	_						
6		IID (
6	CITIZENSI	HIP (OR PLACE OF ORGANIZATION				
	IN						
	113	7	SOLE VOTING POWER				
		,					
NU	MBER OF		0 Shares				
	SHARES	8	SHARED VOTING POWER				
BEN	EFICIALLY						
	WNED BY		3,410,469 Shares				
	EACH	9	SOLE DISPOSITIVE POWER				
	PORTING PERSON						
	WITH	10	0 Shares				
	W1111	10	SHARED DISPOSITIVE POWER				
			3,410,469 Shares				
11	AGGREGA	TE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1000000						
	3,410,469 \$	Share	2S				
12			E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
13	PERCENT	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	9.6%						
14	TYPE OF I	REPC	ORTING PERSON (See Instructions)				
	00						

SCHEDULE 13D

1	NAMES OF REPORTING PERSONS					
	Robert J. Ha	all				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*					
		b) 🗆				
3	SEC USE C	NLY				
4	4 SOURCE OF FUNDS					
	00					
5	CHECK IF	DISC	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)			
	_					
6	CITIZENSI	HIP C	OR PLACE OF ORGANIZATION			
	United State	es of	America			
	onited State	7	SOLE VOTING POWER			
NU	MBER OF		63,593 Shares (1)			
5	SHARES	8	SHARED VOTING POWER			
	EFICIALLY		$4.12(.71)(.9h_{rang}(2))$			
0	VNED BY EACH	9	4,136,716 Shares (2) SOLE DISPOSITIVE POWER			
RE	PORTING	,	SOLE DISCOSITIVE LOWER			
I	PERSON		63,593 Shares (1)			
	WITH	10	SHARED DISPOSITIVE POWER			
			4,136,716 Shares (2)			
11	AGGREGA	TE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	4,200,309					
12	CHECK IF	THE	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCENT	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	11.8% (1)					
14		REPO	DRTING PERSON (See Instructions)			
	IN					

(1) Includes 9,130 shares underlying restricted stock units that will vest on March 31, 2018.

(2) Includes 3,410,469 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust, 178,628 shares held by the Barbara Bradley Baekgaard Family Foundation, 41,122 shares held by the Joan Byrne Hall 2016 Grantor Retained Annuity Trust #1, 500,000 shares held by the Joan Byrne Hall 2017 Grantor Retained Annuity Trust #1 and 6,497 shares held by the Joan Byrne Hall Revocable Trust.

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1	NAMES OF	FRE	PORTING PERSONS			
	Joan Byrne Hall					
2			PPROPRIATE BOX IF A MEMBER OF A GROUP*			
	(a) 🗵 (b) □				
	and uan o		,			
3	SEC USE C	INLY				
4	SOURCE C	E EI	INDS			
-	SOURCEC	110				
	00					
5	CHECK IF	DISC	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)			
6	CITIZENSI	HIP C	OR PLACE OF ORGANIZATION			
	United State					
		7	SOLE VOTING POWER			
			0 Shares			
	MBER OF HARES	8	SHARED VOTING POWER			
	EFICIALLY	0				
	VNED BY		3,958,088 Shares (1)			
	EACH	9	SOLE DISPOSITIVE POWER			
	PORTING					
P	ERSON WITH		0 Shares			
	WIII	10	SHARED DISPOSITIVE POWER			
			2.050.000.01 (1)			
11	ACCDEC	TE	3,958,088 Shares (1) AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	AUUKEUF	ALC F	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	3,958,088	Share	es (1)			
12			E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCENT	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	11.2% (1)					
14	TYPE OF I	KEPC	DRTING PERSON (See Instructions)			
	IN					
	11.4					

(1) Includes 3,410,469 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust, 41,122 shares held by the Joan Byrne Hall 2016 Grantor Retained Annuity Trust #1, 500,000 shares held by the Joan Byrne Hall 2017 Grantor Retained Annuity Trust #1 and 6,497 shares held by the Joan Byrne Hall Revocable Trust.

SCHEDULE 13D

1	NAMES OI	FRE	PORTING PERSONS		
	James B. B.				
2					
	(a) 🗵 ((b) [
			,		
3	SEC USE C	INLY			
4	SOURCE C)F FI	INDS		
	Source c	/1 1 (
	00				
5	CHECK IF	DISC	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)		
6	CITIZENSI	HIP (OR PLACE OF ORGANIZATION		
	United State	a of	Amoriaa		
	United State	7	SOLE VOTING POWER		
		,	Sole volikorowek		
NI	MBER OF		541,122 Shares (1)		
	SHARES	8	SHARED VOTING POWER		
BEN	EFICIALLY				
0	WNED BY		3,589,097 Shares (2)		
DI	EACH	9	SOLE DISPOSITIVE POWER		
	PORTING PERSON		541 122 (1)		
	WITH	10	541,122 Shares (1) SHARED DISPOSITIVE POWER		
1		10			
			3,589,097 Shares (2)		
11	AGGREGA	TE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	4,130,219				
12	CHECK IF	THE	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)		
13	□ PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		TLASS REPRESENTED BY AMOUNT IN ROW (11)		
15		01 (
	11.6% (1)(2	2)			
14			DRTING PERSON (See Instructions)		
	IN				

(1) Includes 41,122 shares held by the James B. Byrne 2016 Grantor Retained Annuity Trust #1 and 500,000 shares held by the James B. Byrne 2017 Grantor Retained Annuity Trust #1.

(2) Includes 3,410,469 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust and 178,628 shares held by the Barbara Bradley Baekgaard Family Foundation.

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1	NAMES OI	F REPORTING PERSONS				
	Thomas F. I	Bvrne, II				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*					
-		(b)				
	(u) = (
3	SEC USE C					
3	SEC USE C	JNL1				
4	SOURCE C)F FUNDS				
	booker c					
	00					
5		DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				
-						
6	CITIZENSI	HIP OR PLACE OF ORGANIZATION				
-						
	United State	es of America				
		7 SOLE VOTING POWER				
NU	MBER OF	541,122 Shares (1)				
	SHARES	8 SHARED VOTING POWER				
	EFICIALLY					
	VNED BY	3,589,097 Shares (2)				
	EACH	9 SOLE DISPOSITIVE POWER				
	PORTING					
P	PERSON	541,122 Shares (1)				
	WITH	10 SHARED DISPOSITIVE POWER				
		3,589,097 Shares (2)				
11	AGGREGA	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	4,130,219	Shares (1)(2)				
12		THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
1						
	11.6% (1)(2)					
14		REPORTING PERSON (See Instructions)				
	IN					
	•					

(1) Includes 41,122 shares held by the Thomas F. Byrne, II 2016 Grantor Retained Annuity Trust #1 and 500,000 shares held by the Thomas F. Byrne, II 2017 Grantor Retained Annuity Trust #1.

(2) Includes 3,410,469 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust and 178,628 shares held by the Barbara Bradley Baekgaard Family Foundation.

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1	NAMES OF REPORTING PERSONS					
	Michael C.					
2			PPROPRIATE BOX IF A MEMBER OF A GROUP*			
	(a) 🛛 (b) []			
3	SEC USE C	ONLY				
4	SOURCE C	OF FU	INDS			
	00					
5	00 CHECK IE	DIG	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)			
3	CHECK IF	DISC	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PORSUANT TO THEM 2(d) of 2(e)			
6		HIP (OR PLACE OF ORGANIZATION			
Ŭ	C	(
	United State	es of	America			
		7	SOLE VOTING POWER			
NU	MBER OF		116,604 Shares			
	SHARES	8	SHARED VOTING POWER			
BEN	EFICIALLY					
01	WNED BY		4,816,467 Shares (1)			
DE	EACH	9	SOLE DISPOSITIVE POWER			
	PORTING PERSON					
1	WITH	10	116,604 Shares			
	*****	10	SHARED DISPOSITIVE POWER			
			4,816,467 Shares (1)			
11	AGGREGA	TF /	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	noondor					
	4,933,071	Share	es (1)			
12			E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCENT	OF 0	CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	13.9% (1)					
14	TYPE OF I	REPO	DRTING PERSON (See Instructions)			
	DI					
	IN					

(1) Includes 3,410,469 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust, 178,628 shares held by the Barbara Bradley Baekgaard Family Foundation, 523,851 shares held by the Michael C. Ray 2009 Grantor Retained Annuity Trust, 157,267 shares held by the Anne-Marie Ray Revocable Trust, 46,252 shares held by the Anne-Marie Ray 2016 Grantor Retained Annuity Trust #1 and 500,000 shares held by the Anne-Marie Ray 2017 Grantor Retained Annuity Trust #1.

SCHEDULE 13D

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1	NAMES OF	F REI	PORTING PERSONS				
	Anne-Marie	Ray					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □						
3	SEC USE C	NLY					
4	SOURCE C	F FU	NDS				
	00						
5	CHECK IF	DISC	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				
6	CITIZENSI	HP C	PR PLACE OF ORGANIZATION				
	United State	es of					
		7	SOLE VOTING POWER				
NU	MBER OF		0 Shares				
	HARES EFICIALLY	8	SHARED VOTING POWER				
OV	VNED BY		1,227,370 Shares (1)				
	EACH PORTING	9	SOLE DISPOSITIVE POWER				
	PERSON WITH		0 Shares				
	WIII	10	SHARED DISPOSITIVE POWER				
			3,410,469 Shares (2)				
11	AGGREGA	TE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	4,637,839						
12	CHECK IF	THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
10		05 (
13	PERCENT	OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)				
1.4	13.1% (1)(2						
14	TYPE OF I	KEP(ORTING PERSON (See Instructions)				
	IN						

(1) Includes 523,851 shares held by the Michael C. Ray 2009 Grantor Retained Annuity Trust, 157,267 shares held by the Anne-Marie Ray Revocable Trust, 46,252 shares held by the Anne-Marie Ray 2016 Grantor Retained Annuity Trust #1 and 500,000 shares held by the Anne-Marie Ray 2017 Grantor Retained Annuity Trust #1.

(2) Includes 3,410,469 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust.

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1	NAMES OF REPORTING PERSONS						
	Barbara Bradley Baekgaard Family Foundation						
2			PPROPRIATE BOX IF A MEMBER OF A GROUP*				
	(a) 🗵 ((b) [
2	OFC LIGE C	NTT X	7				
3	SEC USE C	INLY					
4	SOURCE C						
4	SOURCEC	F FU	JNDS				
	00	00					
5		DISC	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				
5	entern	2150					
6	CITIZENSI	HIP (OR PLACE OF ORGANIZATION				
	United State	es of					
		7	SOLE VOTING POWER				
NU	MBER OF		0 Shares				
	HARES	8	SHARED VOTING POWER				
	EFICIALLY		170 (20 9)				
	VNED BY EACH	0	178,628 Shares SOLE DISPOSITIVE POWER				
	PORTING	9	SOLE DISPOSITIVE POWER				
	PERSON		0 Shares				
	WITH	10	SHARED DISPOSITIVE POWER				
		10					
			178,628 Shares				
11	AGGREGA	ATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	178,628 Sh						
12	CHECK IF	THE	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
13	PERCENT	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	0.500/						
1.4	0.50%						
14	TYPE OF I	KEP(DRTING PERSON (See Instructions)				
	00						
	00						

SCHEDULE 13D

This Amendment No. 10 ("Amendment No. 10") amends the Schedule 13D, as such schedule has previously been amended (the "Schedule 13D"), filed by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust (the "Trust"), Robert J. Hall, Joan Byrne Hall, Michael C. Ray, James B. Byrne, Thomas F. Byrne, II, Anne-Marie Ray and the Barbara Bradley Baekgaard Foundation (the "Foundation" and, collectively with the persons and entities named above, the "Reporting Persons") with respect to common stock, no par value (the "Common Stock"), of Vera Bradley, Inc. (the "Issuer"). Except as otherwise set forth herein, this Amendment No. 10 does not modify any of the information previously reported by the Reporting Persons in the Schedule 13D, as amended.

Item 5. Interest in Securities of the Issuer.

See the information contained on the cover pages of this Statement on Schedule 13D, which is incorporated herein by reference. The percentage of shares of Common Stock beneficially owned by each Reporting Person is based on 35,482,734 outstanding shares of Common Stock of the Issuer as of November 29, 2017, as reported in the Issuer's Quarterly Report on Form 10-Q for the fiscal quarter ended October 28, 2017. In computing the number of shares of Common Stock beneficially owned by a person, common shares subject to restricted stock units, options, warrants or rights, if any, held by that person that are currently exercisable or are exercisable or vest within 60 days of the date hereof are deemed outstanding with respect to that person but are not deemed outstanding with respect to any other person.

On March 19, 2018, the Trust, the James Bradley Byrne Revocable Trust and Thomas F. Byrne II sold an aggregate of 1,265,210 shares of Issuer Common Stock in a block trade at a price of \$9.73 per share. Of the shares sold, 1,200,000 shares were sold by the Trust, 32,605 shares were sold by the James Bradley Byrne Revocable Trust and 32,605 shares were sold by Thomas F. Byrne II.

Except as otherwise set forth above, during the past 60 days, none of the Reporting Persons engaged in reportable transactions in the Issuer's Common Stock.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 23, 2018

BARBARA B. BAEKGAARD 2009 GRANTOR RETAINED ANNUITY TRUST

BARBARA BRADLEY BAEKGAARD FAMILY FOUNDATION

Bv.	/s/ Joan Byrne Hall
Dy.	Joan Byrne Hall Trustee
By:	/s/ James B. Byrne James B. Byrne Trustee
By:	/s/ Joan Byrne Hall Joan Byrne Hall Trustee
By:	/s/ James B. Byrne James B. Byrne Trustee
By:	/s/ Anne-Marie Ray Anne-Marie Ray Trustee
By:	/s/ Thomas F. Byrne, II Thomas F. Byrne, II Trustee
By:	/s/ Barbara B. Baekgaard Barbara B. Baekgaard Trustee
	/s/ Robert J. Hall Robert J. Hall
	/s/ Joan Byrne Hall Joan Byrne Hall

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/s/ Michael C. Ray Michael C. Ray

/s/ James B. Byrne James B. Byrne

/s/ Thomas F. Byrne, II Thomas F. Byrne, II

/s/ Anne-Marie Ray

Anne-Marie Ray