FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
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0.5

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Ray Michael C.					Vera Bradley, Inc. [VRA] S. Relationship of Reporting Perso (Check all applicable) Director Officer (give title											
(Last) (First) (Middle) C/O VERA BRADLEY, INC. 12420 STONEBRIDGE ROAD					ate of Earliest Tran 27/2018	saction	(Mont	th/Day/Year)	Officer (give title X Other (specify below) Member of a 10% owner group							
Street) ROANOKE IN 46783					Amendment, Date	of Origi	inal Fil	led (Month/Da <u>y</u>	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person							
(City)	(State)	(Zip)								Form filed by More than One Reporting Person						
	T	able I - N	lon-Deriva	tive	Securities Ac	quire	d, D	isposed of	, or Be	enefic	cially	Owned				
Title of Security (Instr. 3)		2. Transactio Date (Month/Day/Y		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed Of (D) (Instr		I (A) or . 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock			11/27/20	18		S		2,429(1)	D	\$10.	72 ⁽²⁾	51,021	D			
Common Stock			11/28/20:	18		S		2,429(1)	D	\$10.	81(2)	48,592	D			
Common Stock			11/27/20:	18		S		10,913(1)	D	\$10.	72 ⁽³⁾	229,200	I	By Michael Ray 2009 Grantor Retained Annuity Trust		
Common Stock			11/28/20:	18		S		10,913 ⁽¹⁾	D	\$10.	81(3)	218,287	I	By Michael Ray 2009 Grantor Retained Annuity Trust		
Common Stock			11/27/20	18		S		3,276(1)	D	\$10.	72 ⁽⁴⁾	192,564	I	By Anne- Marie Ray Revocable Trust		
Common Stock			11/28/202	18		S		3,276(1)	D	\$10.	81(4)	189,288	I	By Anne- Marie Ray Revocable Trust		
Common Stock												2,810,469 ⁽⁵⁾	I	By Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust		
Common Stock												411,003	I	By Anne- Marie Ray 2017 Grantor Retained Annuity Trust #1		
		Table II	- Derivativ	/e S	ecurities Acqu	uired,	Dis	posed of, c	or Ben	eficia	lly C	wned	*	•		

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

1. Title of Derivative Security (Instr. 3)	Price of	3. Transaction Ta Date (Month/Day/Year)	If the Prenty derivation Date, if any (e.g., p	tive S Transa Ut≤@	ecuri	Secu	rities	ifetherskers Expiration Da QDHQIDSy/V	ල්ප් ජෙං ල්, ශූආvertib	OF BEN Amoun ISeSOG Underl	urities)	y Oving et Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially	10. Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership
1. Title of Derivative Security (Instr. 3)	Security Security Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Acque FA) Wh Prispo FASH AN OI Dispo of (D) (Instrand 5	sed ative rities ired sed	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration		Derivative Setilified files. 3 Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount or Number of		8. Price of Derivative Security (Instr. 5)	Owned Pollumber of 特殊研究 特殊研究 所以 可以 可以 可以 可以 可以 可以 可以 可以 可以 可以 可以 可以 可以	or Indirect (1) (Instr. 4) Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4) 11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	٧	(A)	(D)	Exercisable	Date	Title	Shares Amount				
Explanation	of Respons	l									or Number				

- 1. The sales reported in this Form 4 were effected under a Rule 10b5-1 trading plan adopted on April **6**2218.
- 1. The sales reported in this Form 4 were effected under a Rule 10b5-1 trading plan adopted on April (page 18. Expiration of 2. The prices reported are weighted average prices. The shares sold on 1600 not be sh November 28, 2018 were sold in multiple transactions at prices ranging from \$10.62 to \$10.95, 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.
- 3. The prices reported are weighted average prices. The shares sold on November 27, 2018 were sold in multiple transactions at prices ranging from \$10.56 to \$10.93, inclusive, and the shares sold on November 28, 2018 were sold in multiple transactions at prices ranging from \$10.61 to \$10.95, 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 prices reported are weighted average prices. The shares sold on November 27, 2018 were sold in multiple transactions at prices ranging from \$10.58 to \$10.93, inclusive, and the shares sold on November 28, 2018 were sold in multiple transactions at prices ranging from \$10.62 to \$10.95, 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.
- 5. The reporting person disclaims beneficial ownership of these shares.

Remarks:

11/28/2018 /s/ Michael C. Ray

** Signature of Reporting Person

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.