FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

1. Name and Address of Reporting Person Ray Michael C.														(Check all applicable) Director Officer (give title Other (specify						
(Last) (First) (Middle) C/O VERA BRADLEY, INC. 12420 STONEBRIDGE ROAD						3. Date of Earliest Transaction (Month/Day/Year) 08/14/2019									Definition (give title X Other (specify below) Member of a 10% owner group					
(Street) ROANOKE IN 46783														G. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(St	ate) (Zip)											1 03011						
		Tabl	e I - I	Non-Deriv	ativ	e Secu	rities A	cquire	ed, C	Disposed o	f, or B	enefic	ciall	y Owne	ed					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/		if any	cution Date,	3. Transaction Code (Instr. 8)			Acquired (A) or (D) (Instr. 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 (Instr. 4)				
							Code V		Amount (A) or (D)		Price		Transaction(s) (Instr. 3 and 4)		(54.14)					
Common	Stock			08/14/20)19			S		35,000 ⁽¹⁾	D	\$10.8	39 ⁽²⁾	2,479) ,795 ⁽³⁾	I	By Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust			
Common	Stock			08/15/20)19			S		20,505(1)	D	\$10.7	71 ⁽²⁾	2,459),290 ⁽³⁾	I	By Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust			
Common	Stock			08/15/20)19			S		2,276 ⁽¹⁾	D	\$10.7	71 ⁽²⁾	105,	226 ⁽³⁾	I	By Barbara Bradley Baekgaard Family Foundation			
Common	Stock													123	3,749	I	By Anne- Marie Ray Revocable Trust			
Common Stock												411	.,003	I	By Anne- Marie Ray 2017 Grantor Retained Annuity Trust #1					
		Та	ble I							sposed of, , convertib				Owned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	(Month/Day/Year) if any		eemed ution Date,	4. Trans	5. Number ransaction of ode (Instr. Derivative		6. Da Expir (Mon	te Exe	ercisable and	7. Title and Amount of Securities Underlying Derivative Security (Instr and 4)		8. De Se (Ir	Price of erivative ecurity instr. 5) 9. Numbe derivative Securitite Beneficia Owned Followin Reported Transacti (Instr. 4)		Owners Form: Ily Direct (I or Indire (I) (Instr	Beneficial Ownership ect (Instr. 4)			
						•														

		Та	ble II - Deriva (e.g., p				ired, Disp options,			lor i	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date.	Code V		um (150e) r	6xDatisEblero	isΩadotke and	7itīētle Amour	aSolodares	8. Price of	9. Number of	10. Ownership	11. Nature
Esectantation	of Elespisas	e(Month/Day/Year)	if any	Code (Ins	str. Deri	vative	(Month/Day/	(ear)	Securit	ties	Security	Securities	Form:	Beneficial
1. The sales r	Price of eported in this i Derivative	Form 4 were effected	(Month/Day/Year) under a Rule 1005-1	trading pla	an adopted Acq	ırities Lired Jired	Barbara B. Baek	gaard 2009 G	Underl Derivat	ying Tained Ann Ive	(Instr. 5) uity Trust and	Beneficially Barbara Brad Owned	Direct (D) lley Backgaard or Indirect	Ownership (Instr. 4)
Foundation o	n Security er 21	, 2018.			. (A) d	or			. Securit	ty (Instr. 3		, Following	(I) (Instr. 4)	. ` ′ ′
			s. The shares sold on											
and Exchange	2019 were sold in multiple transactions at prices ranging from \$10.02 to \$10.71, inclusion (P) reporting person undertakes to provide the Issuer, any security holder the Issuer, and													
3 The report	ing porson discl	aims bonoficial own	ership of these shares.	c number (- and	5)	- separate pric	c within the re	inges see	rorar in ans	. Toothote.	•	-	
1	1 ° .		l									I	1 1	
Remarks	j:													
								/c/	Micha	el C. Ray	l ,	08/15/201	0	
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								T ** \$	Signatur	e of Repor	ing Person	Date		
Reminder: F	eport on a se	parate line for each	class of securities	beneficia	lly owned	directly	or indirectly.	l		or				
* If the form	is filed by mo	e than one reportir	g person, see Instr	uction 🕯 (I	b)(v)					Number				
** Intentiona	l misstatemer	ts or omissions of	acts constitute Fed	eoralderinvi	inal √ip√a ti	on _{®os} ⊊e	Date ∉ Éxekbisablel	Expiration 0 ປ aຄອາປ 15 ປ	.⊊itle 7	lot ≸\$Maares				
Noto: File th	roo conico of	thic Form, one of u	hich must ha manu	ally signs	d It oppose	i ,	tioiont coo Ir	etruction 6 fo	or proces	duro				

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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