FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

	Washington, D.C. 20049	
STATEMENT	OF CHANGES IN BENEFICIAL	OWNERSHIP

OMB APPRO	VAL
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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

1. Name and Address of Reporting Person* Hall Joan B.					2. Issuer Name and Ticker or Trading Symbol Vera Bradley, Inc. [VRA]								Relationship of Reporting Person(s) to Issuer (Check all applicable) Director					
Last) (First) (Middle) C/O VERA BRADLEY, INC. 12420 STONEBRIDGE ROAD				3. Date of Earliest Transaction (Month/Day/Year) 07/27/2016								Officer (give title Other (specif below) below)						
(Street) ROANOKE IN 46783				4. If <i>F</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(St	ate) (Zip)																
	Tab	e I - No					1	l, Dis					/ Owne	ed				
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)		Disposed Of (D) (Instr. 3, 4		ed (A) or tr. 3, 4 a	r ınd	Securiti Benefic Owned	es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect I	7. Nature of ndirect Beneficial Ownership Instr. 4)		
							Code	v	Amount	(A) oi (D)	Pric	e	Transac	tion(s)			,	
Common Stock		07/27/2016				G ⁽¹⁾	V	800,000	D	\$0	0.00 6,610,469 ⁽²⁾) ,469 ⁽²⁾	I		By Barbara B. Baekgaard 2009 Grantor Retained Annuity Frust		
Stock			07/27/2	2016			G ⁽¹⁾	V	200,000	A	\$0	0.00	()(3)	D			
Common Stock												200,000(3)		I]	By Joan Byrne Hall 2016 Grantor Retained Annuity Frust #1		
Common Stock													300	300,000			By Joan Byrne Hall 2015 Grantor Retained Annuity Trust	
	Ta	ble II -											Owned					
Title of 2. 3. Transaction Date Execution Date, or Exercise (Month/Day/Year)		4. Transac Code (In 8)	5. Number of of Derivative		6. Date Expirat	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		rivative curity	derivative Securities Beneficiall Owned Following Reported	Owne Form: Direct or Ind (I) (Ins	(D) irect	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Stock Stock 2. Conversion or Exercise Price of Derivative	An B. (First) (CA BRADLEY, INC. FONEBRIDGE ROAD KE IN (State) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) RA BRADLEY, INC. FONEBRIDGE ROAD KE IN 46783 (State) (Zip) Table I - Notes of the security (Instr. 3) Stock Stock Table II - Conversion or Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	Stock Table II - Derivative (e.g., p. p. price of Derivative Security Stock Table II - Derivative (e.g., p. p. p. price of Derivative Security Stock Table II - Derivative (e.g., p.	An B. (First) (Middle) RA BRADLEY, INC. 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Explanation of Responses:

- 1. Represents a distribution by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust (the "Baekgaard Trust") of 200,000 shares of the Issuer's common stock to each of the four beneficiaries of the Baekgaard Trust, including the reporting person, in accordance with the terms of the documents governing the Baekgaard Trust.
- 2. The reporting person disclaims beneficial ownership of these shares.
- 3. On July 27, 2016, following the reporting person's receipt of the 200,000 share distribution from the Baekgaard Trust, the reporting person transferred the shares to the Joan Byrne Hall 2016 Grantor Retained Annuity Trust #1, of which the reporting person is the sole trustee and annuitant.

Remarks:

** Signature of Reporting Person

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.

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.