

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL                                 |           |
|--|-----------|
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|  |           |              |  |  |  |   |  |  |  |
|--|-----------|--------------|--|--|--|---|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Miller P. Michael</u> |           |              | 2. Issuer Name and Ticker or Trading Symbol<br><u>Vera Bradley, Inc. [ VRA ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) |  |  |  |
| (Last)   | (First)   | (Middle)     | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>03/22/2016</u>            |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person                                     |  |  |  |
| <u>C/O VERA BRADLEY, INC.<br/>12420 STONEBRIDGE ROAD</u>             |           |              | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         |  |  |   |  |  |  |
| (Street)   | (City)    | (State)      | (Zip)  |  |  |   |  |  |  |
| <u>ROANOKE</u>   | <u>IN</u> | <u>46783</u> |  |  |  |   |  |  |  |

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. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |                        | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|------------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price                  |   |  |   |
| Common Shares                   |                                      |  |                                |   |   |            |                        | 63,713  | D  |   |
| Common Shares                   |                                      |  |                                |   |   |            |                        | 1,683,340   | I  | See Footnote <sup>(1)</sup>                           |
| Common Shares                   |                                      |  |                                |   |   |            |                        | 1,500,000   | I  | See Footnote <sup>(2)</sup>                           |
| Common Shares                   |                                      |  |                                |   |   |            |                        | 2,196,356   | I  | See Footnote <sup>(3)</sup>                           |
| Common Shares                   | 03/22/2016                           |  | S                              |   | 131,950   | D          | \$19.55 <sup>(5)</sup> | 1,467,889   | I  | See Footnote <sup>(4)</sup>                           |
| Common Shares                   | 03/23/2016                           |  | S                              |   | 3,083   | D          | \$19.01 <sup>(5)</sup> | 1,464,806   | I  | See Footnote <sup>(4)</sup>                           |
| Common Shares                   | 03/24/2016                           |  | S                              |   | 364,967   | D          | \$19.2 <sup>(5)</sup>  | 1,099,839   | I  | See Footnote <sup>(4)</sup>                           |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 6. Date Exercisable and Expiration Date (Month/Day/Year) |     | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) |   |  |  |   |  |

Explanation of Responses:

- Shares reported in column 5 represent shares held by the Patricia R. Miller 2007 Family Trust. P. Michael Miller is the trustee of the Patricia R. Miller 2007 Family Trust.
- Shares reported in column 5 represent shares held by the Miller Marital Trust. P. Michael Miller and Patricia R. Miller are husband and wife. Patricia R. Miller is the trustee of the Miller Marital Trust.
- Shares reported in column 5 represent shares held by Patricia R. Miller. P. Michael Miller and Patricia R. Miller are husband and wife.
- Shares reported in column 5 represent shares held by the Miller 2007 Dynasty Trust. P. Michael Miller is the trustee of the Miller 2007 Dynasty Trust.
- The prices reported in column 4 are weighted average prices. These shares were sold in multiple transactions at prices ranging from \$19.40 to \$19.81 for the price reported in row 5, \$19.00 to \$19.11 for the price reported in row 6 and \$19.00 to \$19.40 for the price reported in row 7. The reporting person undertakes to provide Vera Bradley, Inc., any security holder of Vera Bradley, Inc. or the staff of the Securities & Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

/s/ Anastacia S. Knapper, by  
power of attorney for P. 03/24/2016  
Michael Miller

\*\* 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.