SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* Miller Patricia R.	2. Issuer Name **and** Ticker or Trading Symbol Vera Bradley, Inc. [VRA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/30/2019	Director X 10% Owner Officer (give title below) Other (specify below)

C/O VERA BRADLEY, INC.

12420 STONEBRIDGE ROAD

(Street)

ROANOKE IN 46783

(City) (State) (Zip)

4. If Amendment, Date of Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

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								883,340	I	See Footnote[1]
Common Shares								1,500,000	I	See Footnote[2]
Common Shares								91,645	I	See Footnote[3]
Common Shares	08/30/2019		D		6,489[4]	D	$0	3,017,638	D	

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Shares reported in column 5 represent shares held by the Patricia R. Miller 2007 Family Trust. P. Michael Miller and Patricia R. Miller are husband and wife. P. Michael Miller is the trustee of the Patricia R. Miller 2007 Family Trust.

2. Shares reported in column 5 represent shares held by the Miller Marital Trust. Patricia R. Miller is the trustee of the Miller Marital Trust.

3. Shares reported in column 5 represent shares held by P. Michael Miller. P. Michael Miller and Patricia R. Miller are husband and wife.

4. Represents the forfeiture of restricted stock units due to the reporting person's retirement from Vera Bradley, Inc.'s Board of Directors.

/s/ Alyson Bohren, attorney-in-fact for Patricia R. Miller   01/16/2020

** Signature of Reporting Person   Date