### SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

## **SCHEDULE 13D**

Under the Securities Exchange Act of 1934 (Amendment No. 13)

# Vera Bradley, Inc.

(Name of Issuer)

Common Stock, No Par Value (Title of Class of Securities)

> 92335C106 (CUSIP Number)

Alan Singer, Esq. Morgan, Lewis & Bockius LLP 1701 Market Street Philadelphia, Pennsylvania 19103 (215) 963-5000 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

> October 22, 2019 (Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this Schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box

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1	NAMES OF REPORTING PERSONS				
	Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*				
	(a) 🗵	(b)			
3	SEC USE	ONL	Y		
4	SOURCE	OF F	UNDS		
	00				
5		F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)		
	_				
6		SHID	OR PLACE OF ORGANIZATION		
0	CHIZEN	51111	OKTEACE OF OKGANIZATION		
	IN				
		7	SOLE VOTING POWER		
NUM	MBER OF 0 Shares				
-	IARES	8	SHARED VOTING POWER		
	FICIALLY NED BY				
	ACH	9	2,402,503 Shares SOLE DISPOSITIVE POWER		
	ORTING CRSON	0			
	VITH		0 Shares		
		10	SHARED DISPOSITIVE POWER		
			2,402,503 Shares		
11	AGGREG	ATE .	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0.400 E00 Shares				
12	2,402,503 Shares CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
10					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	7.1%				
14	TYPE OF	REPO	ORTING PERSON (See Instructions)		
	00				
	00				

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1	NAMES OF REPORTING PERSONS					
	Robert J. Hall					
2	CHECK T (a) ⊠	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □				
3	SEC USE	ONL	Y			
4	SOURCE	OF F	UNDS			
	00					
5	CHECK I	F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)			
6	CITIZENS	SHIP	OR PLACE OF ORGANIZATION			
	United Sta	ates of	America			
	omica ota	7	SOLE VOTING POWER			
NUN	ABER OF		78,093 Shares			
SF	IARES	8	SHARED VOTING POWER			
	FICIALLY NED BY					
	EACH	9	3,016,355 Shares (1) SOLE DISPOSITIVE POWER			
	ORTING ERSON	9	SOLE DISPOSITIVE POWER			
	WITH		78,093 Shares			
		10	SHARED DISPOSITIVE POWER			
			3,016,355 Shares (1)			
11	AGGREG	ATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	3 094 448	Share	(1)			
12	3,094,448 Shares (1) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
14	9.1% (1)	DED	ORTING PERSON (See Instructions)			
14	I I PE OF	KEP	JATING FEASON (See IIIstructions)			
	IN					

(1) Includes 2,402,503 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust, 77,733 shares held by the Barbara Bradley Baekgaard Family Foundation, 281,098 shares held by the Joan Byrne Hall 2017 Grantor Retained Annuity Trust #1 and 255,021 shares held by the Joan Byrne Hall Revocable Trust.

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1 NAMES OF REPORTING PERSONS		EPORTING PERSONS					
	Joan Byrne Hall						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □						
3	SEC USE	ONL	Y				
4	SOURCE	OF F	UNDS				
	00						
5	CHECK I	F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				
6	CITIZENS	SHIP	OR PLACE OF ORGANIZATION				
	United Sta	ates of	America				
		7	SOLE VOTING POWER				
NUN	ABER OF		0 Shares				
	IARES FICIALLY	8	SHARED VOTING POWER				
OW	NED BY		3,016,355 Shares (1)				
	EACH ORTING	9	SOLE DISPOSITIVE POWER				
PF	ERSON WITH		0 Shares				
	WIIH	10	SHARED DISPOSITIVE POWER				
			3,016,355 Shares (1)				
11	AGGREG	ATE .	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	3,016,355	Share	as (1)				
12			E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
13		ΓOF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	8.9% (1)	$Q^{0/2}(1)$					
14		REPO	ORTING PERSON (See Instructions)				
	IN						

(1) Includes 2,402,503 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust, 77,733 shares held by the Barbara Bradley Baekgaard Family Foundation, 281,098 shares held by the Joan Byrne Hall 2017 Grantor Retained Annuity Trust #1 and 255,021 shares held by the Joan Byrne Hall Revocable Trust.

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1 NAMES OF REPOR		OF RE	EPORTING PERSONS				
	James B. Byrne						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □						
3	SEC USE	ONL	Y				
4	SOURCE	OF F	UNDS				
	00						
5	CHECK I	F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				
6	CITIZEN	SHIP	OR PLACE OF ORGANIZATION				
	United Sta	ates of	f America				
		7	SOLE VOTING POWER				
NUN	MBER OF		529,622 Shares (1)				
SI	HARES	8	SHARED VOTING POWER				
	EFICIALLY NED BY						
	EACH	9	2,480,236 Shares (2) SOLE DISPOSITIVE POWER				
	PORTING ERSON	5					
	WITH	10	529,622 Shares (1) SHARED DISPOSITIVE POWER				
		10	SHARED DISPOSITIVE POWER				
			2,480,236 Shares (2)				
11	AGGREG	GATE .	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
		3,009,858 Shares (1)(2)					
12	CHECK I	F THI	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
13     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	8.9% (1)(2	.9% (1)(2)					
14			ORTING PERSON (See Instructions)				
	IN						

(1) Includes 281,098 shares held by the James B. Byrne 2017 Grantor Retained Annuity Trust #1 and 248,524 shares held by the James Bradley Byrne Revocable Trust.

(2) Includes 2,402,503 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust and 77,733 shares held by the Barbara Bradley Baekgaard Family Foundation.

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1	1 NAMES OF REPORTING PERSONS					
	Thomas F. Byrne, II					
2	CHECK 1 (a) ⊠	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □				
3	SEC USE	ONL	Y			
4	SOURCE	OF F	UNDS			
	00					
5	CHECK I	F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)			
6	CITIZEN	SHIP	OR PLACE OF ORGANIZATION			
	United Sta	ates of	America			
		7	SOLE VOTING POWER			
NUI	MBER OF		529,622 Shares (1)			
-	HARES	8	SHARED VOTING POWER			
	EFICIALLY 'NED BY		2 400 22C Channel (2)			
	EACH	9	2,480,236 Shares (2) SOLE DISPOSITIVE POWER			
	PORTING ERSON					
	WITH	10	529,622 Shares (1) SHARED DISPOSITIVE POWER			
		10	SHARED DISPOSITIVE FOWER			
	ACCELC		2,480,236 Shares (2)			
11	AGGREG	AIE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	3,009,858 Shares (1)(2)					
12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
13   PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	8.9% (1)(2	2)				
14			ORTING PERSON (See Instructions)			
	IN					
	11.1					

(1) Includes 281,098 shares held by the Thomas F. Byrne, II 2017 Grantor Retained Annuity Trust #1 and 248,524 shares held by the Thomas Farrell Byrne II Revocable Trust.

(2) Includes 2,402,503 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust and 77,733 shares held by the Barbara Bradley Baekgaard Family Foundation.

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	_	-			
1	NAMES (	OF RE	EPORTING PERSONS		
	Michael C. Ray				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*				
	(a) $\boxtimes$ (b) $\square$				
	000000				
3	SEC USE	ONL	Y		
4	SOURCE	OF F	UNDS		
	0001102	011			
	00				
5	CHECK I	F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)		
6		SHIP	OR PLACE OF ORGANIZATION		
	United Sta				
		7	SOLE VOTING POWER		
NUN	ABER OF		0 Shares		
	HARES	8	SHARED VOTING POWER		
	FICIALLY NED BY				
	EACH	0	3,014,988 Shares (1)		
	ORTING	9	SOLE DISPOSITIVE POWER		
	ERSON WITH		0 Shares		
	VIIII	10	SHARED DISPOSITIVE POWER		
11	ACCDEC	ATE	3,014,988 Shares (1) AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	AUUREU		ANOUNT DEVELOCIALET OWNED DI EACH REFORTING PERSON		
	3,014,988				
12	CHECK I	F THI	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)		
13			CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	LICUIT	. 01			
	8.9% (1)				
14	TYPE OF	REPO	DRTING PERSON (See Instructions)		
	IN				
	11N				

(1) Includes 2,402,503 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust, 77,733 shares held by the Barbara Bradley Baekgaard Family Foundation, 253,654 shares held by the Anne-Marie Ray Revocable Trust, and 281,098 shares held by the Anne-Marie Ray 2017 Grantor Retained Annuity Trust #1.

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1	NAMES OF REPORTING PERSONS				
	Anne-Marie Ray				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □				
3	SEC USE	ONL	Y		
4	SOURCE	OF F	UNDS		
	00				
5	CHECK I	F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)		
6	CITIZENS	SHIP	OR PLACE OF ORGANIZATION		
	United Sta	tes of			
		7	SOLE VOTING POWER		
	ABER OF		0 Shares		
	IARES FICIALLY	8	SHARED VOTING POWER		
	NED BY EACH		534,752 Shares (1)		
REP	ORTING	9	SOLE DISPOSITIVE POWER		
	ERSON WITH		0 Shares		
		10	SHARED DISPOSITIVE POWER		
			3,014,988 Shares (1)(2)		
11	AGGREG	ATE .	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	3,014,988 Shares (1)(2)				
12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCEN	ΓOF	CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	8.9% (1)(2)				
14	TYPE OF	REP	ORTING PERSON (See Instructions)		
	IN				

(1) Includes 253,654 shares held by the Anne-Marie Ray Revocable Trust, and 281,098 shares held by the Anne-Marie Ray 2017 Grantor Retained Annuity Trust #1.

(2) Includes 2,402,503 shares held by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust and 77,733 shares held by the Barbara Bradley Baekgaard Family Foundation.

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1	NAMES OF REPORTING PERSONS					
	Barbara Bradley Baekgaard Family Foundation					
2	CHECK T (a) ⊠	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □				
3	SEC USE	ONL	Y			
4	SOURCE	OF F	UNDS			
	00					
5	CHECK II	F DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)			
6		SHIP	OR PLACE OF ORGANIZATION			
	United Sta	tes of	America SOLE VOTING POWER			
		/	SOLE VOTING POWER			
	IBER OF		0 Shares			
	IARES FICIALLY	8	SHARED VOTING POWER			
OW	NED BY		77,733 Shares			
	EACH	9	SOLE DISPOSITIVE POWER			
	ORTING ERSON					
	WITH		0 Shares			
		10	SHARED DISPOSITIVE POWER			
			77,733 Shares			
11	AGGREG	ATE .	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	77,733 Sha		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
14	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EACLUDES CERTAIN SHARES (See Instructions)					
13	3 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	0.23%					
14		REPO	ORTING PERSON (See Instructions)			
	00					

#### SCHEDULE 13D

This Amendment No. 13 ("Amendment No. 13") amends the Schedule 13D, as such schedule has previously been amended (the "Schedule 13D"), filed by the Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust (the "Trust"), Robert J. Hall, Joan Byrne Hall, Michael C. Ray, James B. Byrne, Thomas F. Byrne, II, Anne-Marie Ray and the Barbara Bradley Baekgaard Foundation (the "Foundation" and, collectively with the persons and entities named above, the "Reporting Persons") with respect to the common stock, no par value (the "Common Stock"), of Vera Bradley, Inc. (the "Issuer"). Except as otherwise set forth herein, this Amendment No. 13 does not modify any information previously reported by the Reporting Persons in the Schedule 13D, as amended.

#### Item 5. Interest in Securities of the Issuer.

See the information contained on the cover pages of this Amendment No. 13, which is incorporated herein by reference. The percentage of shares of Common Stock beneficially owned by each Reporting Person is based on 33,988,547 outstanding shares of Common Stock of the Issuer as of September 4, 2019, as reported in the Issuer's Form 10-Q/A for the quarterly period ended August 3, 2019. In computing the number of shares of Common Stock beneficially owned by a person, common shares subject to restricted stock units, options, warrants or rights, if any, held by that person that are currently exercisable or are exercisable or vest within 60 days of the date hereof are deemed outstanding with respect to that person but are not deemed outstanding with respect to any other person.

Since September 5, 2019, the Trust and the Foundation sold shares of Common Stock as set forth below:

#### Trust

Date	Number of Shares Sold	Weighted Average Price
October 21, 2019	28,912	\$10.91
October 22, 2019	27,875	\$10.61

#### Foundation

Date	Number of Shares Sold	Weighted Average Price
October 21, 2019	6,088	\$10.91
October 22, 2019	7,125	\$10.61

All of the transactions listed above involved sales in the public trading markets pursuant to a Rule 10b5-1 trading plan adopted by the Trust and the Foundation on December 21, 2018.

In addition, on October 2, 2019, the Foundation made donations aggregating 14,280 shares of Common Stock to two charitable organizations.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: November 4, 2019

BARBARA B. BAEKGAARD 2009 GRANTOR RETAINED ANNUITY TRUST

BARBARA BRADLEY BAEKGAARD FAMILY FOUNDATION

By:	/s/ Joan Byrne Hall
	Joan Byrne Hall
	Trustee
By:	/s/ James B. Byrne
	James B. Byrne
	Trustee
Bv	/s/ Joan Byrne Hall
Dy.	Joan Byrne Hall
	Trustee
Bv	/s/ James B. Byrne
By.	James B. Byrne
	Trustee
Bv:	/s/ Anne-Marie Ray
	Anne-Marie Ray
	Trustee
By:	/s/ Thomas F. Byrne, II
	Thomas F. Byrne, II
	Trustee
By:	/s/ Barbara B. Baekgaard
	Barbara B. Baekgaard
	Trustee
	/s/ Robert J. Hall
	Robert J. Hall
	/s/ Joan Byrne Hall
	Joan Byrne Hall
	/s/ Michael C. Ray
	Michael C. Ray
	/s/ James B. Byrne
	James B. Byrne
	/s/ Thomas F. Byrne, II
	Thomas F. Byrne, II
	/s/ Anne-Marie Ray
	Anne-Marie Ray