## FORM 4

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

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL								
	OMB Number:	3235-0287							
	Estimated average burden								
1	hours per response:	0.5							

				or Se	ction 30	(h) of the I	nvestmer	it Con	npany Act	of 1940					
Name and Address of Reporting Person*     Thompson David O.					2. Issuer Name <b>and</b> Ticker or Trading Symbol  Vera Bradley, Inc. [ VRA ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			Owner
(Last) (First) (Middle) C/O VERA BRADLEY, INC. 2208 PRODUCTION ROAD					3. Date of Earliest Transaction (Month/Day/Year) 03/27/2013							X Officer (give title Other (specify below)  Sen. VP-Multi Channel Commerce			
(Street) FORT WAYNE IN 46808 (City) (State) (Zip)					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			
	Tabl	e I - Nor	n-Deriv	ative S	Securi	ties Acc	quired,	Dis	osed o	f, or E	Benefic	ially Owr	ed		
Date					Execution Date,		Transaction Disposed Code (Instr. 5)		ties Acquired (A) od Of (D) (Instr. 3, 4		and Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount	(A)	or Pri	Tran	saction(s)		(
Common Shares 03/27/							F		204	]	D \$2	3.69	42,185	D	
	Та												k		
Title of civative Security  2.		Date,	Transacti Code (Ins	ensaction of		6. Date Exercisable and Expiration Date (Month/Day/Year)			and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Fig. A BRADL DDUCTION (SIGNATURE IN CONVENIENCE OF	(First) (CAA BRADLEY, INC. CODUCTION ROAD  AYNE IN (State) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle)  RA BRADLEY, INC. DDUCTION ROAD  AYNE IN 46808  (State) (Zip)  Table I - Nor Security (Instr. 3)  Shares  Table II - I ( 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Pear)	(First) (Middle)  RA BRADLEY, INC. DDUCTION ROAD  AYNE IN 46808  (State) (Zip)  Table I - Non-Deriv Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Conversion or Exercise Price of Derivative Price of Derivative  2. (Month/Day/Year)	Conversion or Exercise Price of Derivative Security (Instr. 3)  Address of Reporting Person*  (First) (Middle)  (Middle)  3. Dat 03/27  4. If All Address of Reporting Person*  (Middle)  3. Dat 03/27  4. If All Address of Reporting Person*  (Middle)  3. Dat 03/27  4. If All Address of Reporting Person*  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Table II - Derivative Security (Instr. 3)  Address of Reporting Person*  3. Dat 03/27  4. Transaction Date (Instruction Date (Instruction Date) (Instruction Date (Instruction Date) (In	2. Issuer Name Vera Brace  (First) (Middle)  RA BRADLEY, INC.  DDUCTION ROAD  AYNE IN 46808  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Fecurity (Instr. 3)  Table II - Derivative Securities (e.g., puts, calls, was price of Derivative Security (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, was price of Derivative Security (Month/Day/Year)  A. Deemed Security (Instr. 3)  Table II - Derivative Securities (e.g., puts, calls, was price of Derivative Security (Month/Day/Year)  A. Deemed Security (Instr. 3)  Table II - Derivative Securities (e.g., puts, calls, was price of Derivative Security (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, was price of Derivative Security (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, was price of Derivative Security (Month/Day/Year)	2. Issuer Name and Tick Vera Bradley, Ind Vera B	2. Issuer Name and Ticker or Tractive Bradley, Inc. [VR. Son David O.]  (First) (Middle)  AA BRADLEY, INC. DDUCTION ROAD  AYNE IN 46808  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (Month/Day/Year)  (e.g., puts, calls, warrants, option  2. Transaction Date (Month/Day/Year)  (e.g., puts, calls, warrants, option)  3. Transaction Code (Instr. 8)  3. Transaction Date (Month/Day/Year)  (e.g., puts, calls, warrants, option)  3. Transaction Oberivative Securities Acquired, Date (Month/Day/Year)  (instr. 3, 4)	2. Issuer Name and Ticker or Trading S Vera Bradley, Inc. [VRA]  3. Date of Earliest Transaction (Month/D3/72013  4. If Amendment, Date of Original Filed  Table I - Non-Derivative Securities Acquired, Disponents (Month/Day/Year)  Table II - Perivative Securities Acquired, Disponents (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities Acquired (B) or Derivative Securities Acquired (B) or Derivative Securities Acquired (B) or Derivative Se	2. Issuer Name and Ticker or Trading Symbol Vera Bradley, Inc. [ VRA ]  3. Date of Earliest Transaction (Month/Day/Year) 03/27/2013  4. If Amendment, Date of Original Filed (Month/Day AYNE IN 46808  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Transaction Date (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed of Original Filed (Month/Day/Year)	2. Issuer Name and Ticker or Trading Symbol Vera Bradley, Inc. [VRA]  3. Date of Earliest Transaction (Month/Day/Year) 03/27/2013  4. If Amendment, Date of Original Filed (Month/Day/Year)  AYNE IN 46808  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Exercise (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Siposed Of Code (Instr. 8))  Table II - Derivative Securities Acquired, Disposed of (D) (Siposed Of Code (Instr. 8))  Table II - Derivative Securities Acquired, Disposed of (D)	Vera Bradley, Inc. [ VRA ]  Son David O.  (First) (Middle)  A BRADLEY, INC. DDUCTION ROAD  AYNE IN 46808  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic Execution Date, (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) 2A. Deemed Execution Date, (Month/Day/Year) (Month/Day/Year)  Shares  03/27/2013  2A. Deemed Execution Date, (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefical (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year)  Shares  13. Transaction Date, (a.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year)  Shares  13. Transaction (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  Shares  14. Securities Acquired (A) or Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year)  Shares  15. Number (Month/Day/Year)  16. Date Exercisable and Expecurities Acquired (Month/Day/Year)  17. Title and Amount of Securities Acquired (Month/Day/Year)  18. Shares  18. Shares  18. Shares  18. Shares  18. Shares  18. Shares  29. A Deemed Execution Date, (Month/Day/Year)  20. Code V Amount (A) or Disposed of, or Beneficial (Month/Day/Year)  20. Code V Amount (A) or Disposed of, or Beneficial (Month/Day/Year)  18. Shares  29. A Deemed Execution Date, (Month/Day/Year)  20. Code V Amount (A) or Disposed of, or Beneficial (Month/Day/Year)  20. Shares  20. Code V Amount (A) or Disposed of, or Beneficial (Month/Day/Year)  20. Shares  20. Code V Amount (A) or Disposed of, or Beneficial (Month/Da	2. Issuer Name and Ticker or Trading Symbol Vera Bradley, Inc. [VRA]  3. Date of Earliest Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Relationst (Check all ap Dire X Offield Direction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Relationst (Check all ap Direction (Month/Day/Year)  5. Relationst (Check all ap Direction (Month/Day/Year)  6. Individual Line)  7. For Per Per Per Per Per Per Per Per Per Pe	2. Issuer Name and Ticker or Trading Symbol Vera Bradley, Inc. [VRA]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Relationship of Reporting Check all applicable) Director X Officer (give title below)  5. Sen. VP-Multi Company of	2. Issuer Name and Ticker or Trading Symbol Vera Bradley, Inc. [ VRA ]  3. Date of Earliest Transaction (Month/Day/Year)  AYNE IN 46808  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year)  (Month/Day/Year)  Shares  03/27/2013  2. Issuer Name and Ticker or Trading Symbol Vera Bradley, Inc. [ VRA ]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, (Month/Day/Year)  (Month/Day/Year)  Shares  03/27/2013  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction or Exercise (Month/Day/Year)  Amount (A) or price (Month/Day/Year)  (Month/Day/Year)  3. Transaction or Exercise (Month/Day/Year)  (Month/Day/Year)  A Deemed Execution Date, (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction or Exercise (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  A Deemed Execution Date, (Month/Day/Year)  (Month/Day/

**Explanation of Responses:** 

/s/ Anastacia S. Knapper,

of Shares

attorney-in-fact for David O. 03/29/2013

**Thompson** 

Title

Expiration Date

Date Exercisable

\*\* 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.

(A) (D)