Edgar Filing: Ray Anne Marie - Form 4

Ray Anne M Form 4 August 24, FORM Check to if no lot subject Section Form 4 Form 5 obligati may co <i>See</i> Inst 1(b).	2018 VA this box nger to 16. or ons ntinue. truction STATEN Filed pu Section 17	MENT O	Wa F CHA Section Public U	ashingt NGES SEC 16(a) o Jtility I	IN U ft Ho	n, D.C. 20 I BENEF RITIES he Securi)549 TICLA ties H npan	AL OW Exchang	COMMISSION NERSHIP OF e Act of 1934, f 1935 or Section	N OMB Numbe Expires Estimat burden respons	r: : ed av hours	verage	0287
1. Name and	Address of Reporting	; Person [*]	2. Issu	er Name	an	d Ticker of	Tradi	ing	5. Relationship of	of Reporting	Perso	on(s) to	
Ray Anne Marie			Symbol Vera Bradley, Inc. [VRA]						Issuer				
			3. Date of Earliest Transaction					(Check all applicable)					
C/O VERA STONEBR	th/Day/Year) 2/2018				Director10% Owner Officer (give titleXOther (specify below)below) Member of a 10% owner group								
Filed(M				mendment, Date Original /Ionth/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 					
(City)	E, IN 46783 (State)	(Zip)	T			D · /·	G	• •	Person	6 D (,	0	
1.Title of Security (Instr. 3)		on Date 2A. Deemed			(A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. l Ind Be Ow	Vowned Nature of lirect neficial vnership str. 4)	
				Code	v	Amount	or (D)	Price	(Instr. 3 and 4)		_		
Common Stock	08/22/2018			S		3,276 (1)	D	\$ 15.05 (2)	238,428 <u>(3)</u>	I	Ra Re	nne-Ma	
Common Stock	08/23/2018			S		3,276 (1)	D	\$ 14.8 (2)	235,152	I	Ra Re	nne-Ma	
Common Stock	08/22/2018			S		10,913 (1)	D	\$ 15.06	381,982	Ι		/ Micha y 2009	

	Edgar Filing:	Ray Anne Mar	ie - For	m 4		
			<u>(4)</u>			Grantor Retained Annuity Trust
Common 08/23/2018 Stock	S	10,913 (1) D	\$ 14.81 (4)	371,069	I	By Michael Ray 2009 Grantor Retained Annuity Trust
Common Stock				2,810,469 <u>(5)</u>	I	By Barbara B. Baekgaard 2009 Grantor Retained Annuity Trust
Common Stock				0 <u>(3)</u>	Ι	By Anne-Marie Ray 2016 Grantor Retained Annuity Trust #1
Common Stock				411,003	I	By Anne-Marie Ray 2017 Grantor Retained Annuity Trust #1

Edgar Filing: Bay Anne Marie - Form 4

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	Securities	(Instr. 5)	Bene
	Derivative				Securities		(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr

(Instr. 3, 4, and 5)

Relationships

							Amoun
				Date Exercisable	Expiration Date	Title	or Number of
Code	V	(A)	(D)				Shares

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Ray Anne Marie C/O VERA BRADLEY, INC. 12420 STONEBRIDGE ROAD ROANOKE, IN 46783

Member of a 10% owner group

Signatures

/s/ Anne-Marie Ray

08/23/2018

**Signature of Reporting Person Date

Explanation of Responses:

- 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).
- (1) The sales reported in this Form 4 were effected under a Rule 10b5-1 trading plan adopted on April 6, 2018.

The prices reported are weighted average prices. The shares sold on August 22, 2018 were sold in multiple transactions at prices ranging from \$14.90 to \$15.19, inclusive, and the shares sold on August 23, 2018 were sold in multiple transactions at prices ranging from \$14.68

(2) to \$14.88, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

On August 17, 2018, the Anne-Marie Ray 2016 Grantor Retained Annuity Trust #1 (the "2016 GRAT") made an annuity payment of 46,252 shares of Issuer common stock to the reporting person, who, in turn, assigned the shares to the Anne-Marie Ray Revocable Trust

(3) (the "Revocable Trust"). The reporting person is the settlor, sole trustee and sole annuitant of the 2016 GRAT and the settlor and sole trustee of the Revocable Trust.

The prices reported are weighted average prices. The shares sold on August 22, 2018 were sold in multiple transactions at prices ranging from \$14.98 to \$15.40, inclusive, and the shares sold on August 23, 2018 were sold in multiple transactions at prices ranging from \$14.70

- (4) to \$14.90, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest (5) therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.