Edgar Filing: Vera Bradley, Inc. - Form 4

Vera Bradle Form 4	ey, Inc.											
September	28, 2016											
FORM	14	STATES	SECU	DITIES		VСU	ANCE	COMMISSIO	NT.	3 APPROVA	L	
	UNITED	STATES			n, D.C.			COMMISSIO	N OMB Number			
subject to					GES IN BENEFICIAL OWNERSHIP OF					ed average	y 31, 2005	
Section 16. Form 4 or Form 5 Filed pursuant to Section 16					SECURITIES 16(a) of the Securities Exchange Act of 1934					nours per e	0.5	
obligati may con <i>See</i> Inst 1(b).	ntinue. Section 170			•	olding C nt Comp	-	•	of 1935 or Secti 940	on			
(Print or Type	Responses)											
Ray Michael C. Symbol				er Name and Ticker or Trading Bradley, Inc. [VRA]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 3. Date of Ea				•	-	-		(Check all applicable)				
C/O VERA BRADLEY, INC., 12420 09/26/201 STONEBRIDGE ROAD					Day/Year) Direct				ive title $_X_10\%$ Owner $_Other (specify below)$			
	(Street)		4. If Am	endment,	Date Orig	nal		6. Individual or	Joint/Group I	Filing(Check		
POANOK	E, IN 46783		Filed(Mo	onth/Day/Y	ear)			Applicable Line) _X_ Form filed by Form filed by				
		(7 in)						Person				
(City)	(State)	(Zip)						quired, Disposed		-		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature o Indirect Beneficial Ownership (Instr. 4)			
				Code V	/ Amoun	or	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)			
Common Stock	09/26/2016			S	1,600 (1)	D	\$ 15.58 (2)	282,262	D			
Common Stock	09/27/2016			S	1,600 (1)	D	\$ 15.71 (2)	280,662	D			
Common Stock	09/26/2016			S	3,800 (1)	D	\$ 15.58 (<u>3)</u>	866,996 <u>(4)</u>	I	By Micha Ray 2009 Grantor Retained Annuity Trust		

Common 09/2 Stock	7/2016		3,800 I	$5 \frac{\$15}{(3)}$	⁷ 863,196	<u>(4)</u> I		By Mid Ray 20 Granto Retain Annuit Trust)09 or ed	
Common Stock					6,610,46	59 <u>(4)</u> I		By Bar B. Baekga 2009 C Retain Annuit Trust	aard Grantor ed	
Common Stock					300,000	<u>(4)</u> I		By Anne-I Ray 20 Granto Retain Annuit Trust)15 or ed	
Common Stock					200,000	<u>(4)</u> I		By Anne-J Ray 20 Granto Retain Annuit Trust #)16 or ed ty	
Reminder: Report on	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.SEC 1474 (9-02)										
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of 2. Derivative Conver Security or Exer (Instr. 3) Price of Derivat Security	cise ai f (I tive	A. Deemed Execution Date, if ny Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title Amoun Underl Securit (Instr. 3	nt of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date		Amount or		

Reporting Owners

	_		
Reporting	Owner	Name /	Address

Relationships

Director 10% Owner Officer Other

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

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Signatures

/s/ Michael C. Ray 09/28/2016 **Signature of Date Reporting Person

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 dated June 29, 2016.

The prices reported in column 4 are weighted average prices. The shares sold on September 26, 2016 were sold in multiple transactions at prices ranging from \$15.40 to \$15.76, inclusive, and the shares sold on September 27, 2016 were sold in multiple transactions at prices

(2) ranging from \$15.66 to \$15.76, 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 prices reported in column 4 are weighted average prices. The shares sold on September 26, 2016 were sold in multiple transactions at prices ranging from \$15.39 to \$15.86, inclusive, and the shares sold on September 27, 2016 were sold in multiple transactions at prices

- (3) ranging from \$15.58 to \$15.76, 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.
- (4) The reporting person disclaims beneficial ownership of these shares.

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.