

Vera Bradley, Inc.
Form 8-K
October 01, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES EXCHANGE ACT OF 1934
Date of Report (Date of earliest event reported): September 27, 2018

VERA BRADLEY, INC.
(Exact name of registrant as specified in its charter)

| | | |
|--|-----------------------------|--------------------------------------|
| Indiana | 001-34918 | 27-2935063 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 12420 Stonebridge Road, Roanoke, Indiana | 46783 | |
| (Address of Principal Executive Offices) | (Zip Code) | |
| (877) 708-8372 | | |
| (Registrant's telephone number, including area code) | | |
| None | | |
| (Former name, former address and former fiscal year, if changed since last report) | | |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written
communications
 pursuant to Rule
425 under the
Securities Act (17
CFR 230.425)

Soliciting material
pursuant to Rule
 14a-12 under the
Exchange Act (17
CFR 240.14a-12)

Pre-commencement
communications
pursuant to Rule
14d-2(b) under the
Exchange Act (17
CFR 240.14d-2(b))

o Pre-commencement
communications
pursuant to Rule
13e-4(c) under the
Exchange Act (17
CFR 240.13e-4(c))

Indicate by check mark
whether the registrant
is an emerging growth
company as defined in
Rule 405 of the
Securities Act of 1933
(§230.405 of this
chapter) or Rule 12b-2
of the Securities
Exchange Act of 1934
(§240.12b-2 of this
chapter).

Emerging growth
company o

If an emerging growth
company, indicate by
check mark if the
registrant has elected
not to use the extended
transition period for
complying with any
new or revised
financial accounting
standards provided
pursuant to Section
13(a) of the Exchange
Act. o

Item 8.01 Other Events.

On September 27, 2018, Vera Bradley, Inc. (the "Company") agreed to repurchase 200,000 common shares from the Patricia R. Miller 2007 Family Trust (the "Trust") at a price of \$15.04 per share, representing an approximate three and one half percent (3.5%) discount from the closing price of \$15.58 on September 26, 2018. P. Michael Miller is the trustee of the Trust and is a director of the Company. P. Michael Miller and Patricia Miller, the Company's co-founder and a director, are husband and wife. The transaction was approved by the Company's Audit Committee and was effected as part of the Company's previously announced share repurchase program. Following the Company's September 27, 2018 repurchase, the Trust remains the beneficial owner of 1,083,340 of the Company's common shares, or approximately 3.1% of the outstanding common shares, and approximately \$6.4 million remained available under the Company's share repurchase program.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Vera Bradley,
Inc.
(Registrant)

October 1, 2018

/s/ John
Enwright
John
Enwright
Chief
Financial
Officer