

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

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

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Company's 2016 Annual Meeting of Shareholders was held on May 26, 2016. At the meeting, the Company's shareholders:

- (1) elected Barbara Bradley Baekgaard, Richard Baum, Patricia R. Miller, and Frances P. Philip to serve as Class III directors of the Company's board of directors; and
- (2) ratified the appointment of Ernst & Young LLP to serve as the Company's independent registered public accounting firm for the fiscal year ending January 28, 2017.

Set forth below, with respect to each such matter, are the number of votes cast for or against, the number of abstentions, and the number of broker non-votes.

(1) Election of Directors

Nominee	For	Withhold	Broker Non-Votes
Barbara Bradley Baekgaard	32,480,821	1,138,704	1,865,296
Richard Baum	32,362,336	1,257,189	1,865,296
Patricia R. Miller	31,787,779	1,831,746	1,865,296
Frances P. Philip	26,233,835	7,385,690	1,865,296

(2) Ratification of Appointment of Independent Registered Public Accounting Firm

For	Against	Abstentions	Broker Non-Votes
35,460,401	22,236	2,184	1,865,296

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)

Date: June 1, 2016 /s/ Sheryl Miller
Sheryl Miller
Vice President – Corporate Controller