

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>SIMMS JAMES A</u>  (Last) (First) (Middle) <u>C/O VICOR CORP.</u> <u>25 FRONTAGE RD.</u>  (Street) <u>ANDOVER MA 01810</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VICOR CORP [ vicr ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CFO and Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/17/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>06/19/2013</u>	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non Qualified Stock Option	\$12.44	06/17/2013		D			30,000	(1)	05/01/2018	Common Stock	30,000	(6)	90,695	D	
Non Qualified Stock Option	\$11.7	06/17/2013		D			4,274	(2)	06/24/2013	Common Stock	4,274	(6)	86,421	D	
Non Qualified Stock Option	\$15.64	06/17/2013		D			3,197	(3)	06/23/2014	Common Stock	3,197	(6)	83,224	D	
Non Qualified Stock Option	\$6.08	06/17/2013		D			8,224	(4)	06/21/2015	Common Stock	8,224	(6)	75,000	D	
Non Qualified Stock Option	\$13.73	06/17/2013		D			50,000	(5)	08/27/2020	Common Stock	50,000	(6)	25,000	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		30,000		(7)	06/17/2023	Common Stock	30,000	(6)	55,000	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		4,274		(7)	06/17/2023	Common Stock	4,274	(6)	59,274	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		3,197		(7)	06/17/2023	Common Stock	3,197	(6)	62,471	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		8,224		(7)	06/17/2023	Common Stock	8,224	(6)	70,695	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		10,000		(8)	06/17/2023	Common Stock	10,000	(6)	80,695	D	
Non Qualified Stock Option	\$7.34	06/17/2013		A		10,000		(8)	06/17/2023	Common Stock	10,000	(6)	90,695	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non Qualified Stock Option	\$8.38	06/17/2013		A		9,305 <sup>(9)</sup>		(8)	06/17/2023	Common Stock	9,305	(6)	100,000	D	
Non Qualified Stock Option	\$9.43	06/17/2013		A		0 <sup>(10)</sup>		(10)	(10)	Common Stock	0	(10)	100,000	D	
Non Qualified Stock Option	\$10.48	06/17/2013		A		0 <sup>(11)</sup>		(11)	(11)	Common Stock	0	(11)	100,000	D	

**Explanation of Responses:**

- Granted 5/1/2008 under the Company's Amended and Restated 2000 Stock Option and Incentive Plan and vests over a five year period.
- Granted 6/24/2010 under the Company's Amended and Restated 2000 Stock Option and Incentive Plan and vests over a two year period.
- Granted 6/23/2011 under the Company's Amended and Restated 2000 Stock Option and Incentive Plan and vests over a two year period.
- Granted 6/21/2012 under the Company's Amended and Restated 2000 Stock Option and Incentive Plan and vests over a two year period.
- Granted 8/27/2010 under the Company's Amended and Restated 2000 Stock Option and Incentive Plan, vesting when certain defined performance milestones for the Company's Brick Business Unit are achieved.
- On 6/17/2013, the issuer canceled, pursuant to the issuer's Offer to Exchange, filed on Schedule TO with the Securities and Exchange Commission on May 17, 2013, options granted to the reporting person. In exchange, the reporting person was awarded replacement options, having exercise prices ranging from \$6.29 to \$10.48 per share.
- The replacement options vest over a five year period in equal installments.
- Pursuant to the issuer's Offer to Exchange, the replacement options awarded in exchange for the Brick Business Unit performance options canceled are broken into five price increments: the first fifth vests on the first anniversary date, the second fifth on the second anniversary date, the third fifth on the third anniversary date, the fourth fifth on the fourth anniversary date, and the last fifth on the fifth anniversary date of the new options award.
- On a Form 4 filed on June 19, 2013, the reporting person reported acquiring options to purchase 10,000 shares pursuant to the Company's Amended and Restated 2000 Stock Option and Incentive Plan. However, the Company subsequently determined that, in an aggregate amount including the options to purchase 695 shares that are the subject of this amendment, options to purchase 29,514 shares were not validly granted during 2013 pursuant to the Company's Amended and Restated 2000 Stock Option and Incentive Plan because the grants exceeded the limit on the number of options that may be granted to any individual participant within any calendar year. Accordingly, the attempted grant of these excess options was ineffective, and they were never granted to the reporting person. The reporting person is filing this amendment to report the correct amount of options acquired on June 17, 2013.
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/s/Kemble D. Morrison,  
Attorney in Fact for James A. Simms      10/21/2014

\*\* 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.**