

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: March 4, 2013
(Date of earliest event reported)

Vicor Corporation
(Exact name of registrant as specified in its charter)

MA
(State or other jurisdiction
of incorporation)

0-18277
(Commission File
Number)

04-2742817
(IRS Employer
Identification Number)

25 Frontage Road, Andover, Massachusetts
(Address of principal executive offices)

01810
(Zip Code)

(978) 470-2900
(Registrant's telephone number, including area code)

Not Applicable
(Former Name or Former Address, 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:

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

Item 8.01. Other Events

Press Release Announcing Termination of Tender Offer and Preliminary Results Thereof

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

99.1 [Press Release of Vicor Corporation dated March 4, 2013](#)

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 hereunto duly authorized.

Dated: March 4, 2013

VICOR CORPORATION

By: /s/ James A. Simms
James A. Simms
Chief Financial Officer

Exhibit Index

Exhibit No.

Description

Vicor Corporation Announces Preliminary Results of Expired Tender Offer

BOSTON, MA -- (Marketwire - March 04, 2013) - Vicor Corporation (NASDAQ: VICR) ("Vicor" or the "Company") announced the preliminary results of its "Modified Dutch Auction" tender offer, which expired at 5:00 P.M., New York City time, on March 1, 2013.

Based on the preliminary count by Computershare Trust Company, N.A., the depositary for the tender offer, 2,031,995 shares of Common Stock, including 312,703 shares tendered through notice of guaranteed delivery, were properly tendered and not withdrawn, all of which were tendered at a price at or below \$5.38 per share. Based on these preliminary results, Vicor expects to purchase 2,031,995 shares at a price of \$5.38 per share for a total cost of approximately \$10.9 million, excluding fees and expenses relating to the tender offer.

The number of shares to be purchased and the price per share are preliminary. The determination of the final number of shares to be purchased is subject to confirmation by the depositary of the proper delivery of the shares properly tendered and not withdrawn. The actual number of outstanding shares properly tendered and not withdrawn, the number of shares to be purchased in the tender offer, the final price per share for shares purchased in the tender offer, and the number of shares of Common Stock to be outstanding after payment for the tendered shares will be announced promptly following the completion of the confirmation process. Payment for the shares accepted for purchase will occur promptly thereafter. Payment for shares will be made in cash, without interest. Vicor will fund the purchase of the shares in the tender offer from cash on hand.

Vicor may purchase additional shares in the future in the open market subject to market conditions. Vicor may also purchase shares in private transactions, tender offers or otherwise. However, under applicable securities laws, Vicor may not repurchase any shares until after March 15, 2013. Any possible future purchases by Vicor will depend on many factors, including the market price of the shares, the results of the tender offer, Vicor's business and financial position, and general economic and market conditions.

Georgeson Inc. serves as information agent for the tender offer. Questions and requests for assistance may be directed to the information agent at (888) 605-7561.

About Vicor Corporation

Vicor designs, develops, manufactures and markets modular power components, power management and complete power systems based upon a portfolio of patented technologies. Headquartered in Andover, Massachusetts, Vicor sells its products primarily to customers in the higher performance, higher power segments of the power systems market, including aerospace and defense electronics, enterprise and high performance computing, industrial equipment and automation, telecommunications and network infrastructure, and vehicles and transportation markets.

Contact:

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