

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Davies Philip D</u> (Last) (First) (Middle) 25 FRONTAGE RD. (Street) ANDOVER MA 01810 (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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP Global Sales & Marketing</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
Non Qualified Stock Option	\$15.07	06/17/2013		D			100,000	(1)	03/01/2021	Common Stock	100,000	(2)	0	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		70,000 ⁽³⁾		(4)	06/17/2023	Common Stock	70,000	(2)	70,000	D	

Explanation of Responses:

- Granted 3/1/2011, under the Company's Amended and Restated 2000 Stock Option and Incentive Plan, vesting over a five year period.
- On 6/17/2013, pursuant to the issuer's Offer to Exchange, filed on Schedule TO with the Securities and Exchange Commission on May 17, 2013, the issuer canceled options granted to the reporting person. In exchange, the reporting person was awarded replacement options at an exercise price of \$6.29.
- As previously reported on the Form 4 filed on June 19, 2013, by the reporting person, the reporting person reported acquiring, on June 17, 2013, stock options to purchase 100,000 shares of common stock pursuant to the issuer's Offer to Exchange. However, the Company subsequently determined that stock options to purchase 30,000 shares of common stock 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 stock options that may be granted to any individual participant within any calendar year. Accordingly, the attempted grant of these excess stock 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 stock options acquired on June 17, 2013.
- The replacement options vest over a five year period in equal installments.

/s/Kemble D. Morrison, Attorney 10/20/2014
in Fact for Philip D. Davies

** 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.