

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>KELLEHER BARRY</u> (Last) (First) (Middle) 25 FRONTAGE ROAD (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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, Brick Business Unit</u>
	3. Date of Earliest Transaction (Month/Day/Year) 06/17/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 06/19/2013	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	\$11.8	06/17/2013		D		20,000		(1)	03/12/2020	Common Stock	20,000	\$0	140,695	D	
Non Qualified Stock Option	\$11.7	06/17/2013		D		4,274		(2)	06/24/2013	Common Stock	4,274	\$0	136,421	D	
Non Qualified Stock Option	\$15.64	06/17/2013		D		3,197		(3)	06/23/2014	Common Stock	3,197	\$0	133,224	D	
Non Qualified Stock Option	\$6.08	06/17/2013		D		8,224		(4)	06/21/2015	Common Stock	8,224	\$0	125,000	D	
Non Qualified Stock Option	\$13.73	06/17/2013		D		100,000		(5)	08/27/2020	Common Stock	100,000	\$0	25,000	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		20,000		(6)	06/17/2023	Common Stock	20,000	\$0	45,000	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		4,274		(6)	06/17/2023	Common Stock	4,274	\$0	49,274	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		3,197		(6)	06/17/2023	Common Stock	3,197	\$0	52,471	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		8,224		(6)	06/17/2023	Common Stock	8,224	\$0	60,695	D	
Non Qualified Stock Option	\$6.29	06/17/2013		A		20,000 ⁽⁸⁾		(7)	06/17/2023	Common Stock	20,000	\$0	80,695	D	
Non Qualified Stock Option	\$7.34	06/17/2013		A		17,541 ⁽⁹⁾		(7)	06/17/2023	Common Stock	17,541	\$0	98,236 ⁽⁹⁾	D	
Non Qualified Stock Option	\$8.38	06/17/2013		A		0 ⁽¹⁰⁾		(10)	(10)	Common Stock	0	\$0	98,236 ⁽¹⁰⁾	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	\$9.43	06/17/2013		A		0 ⁽¹¹⁾		(11)	(11)	Common Stock	0	\$0	98,236 ⁽¹¹⁾	D	
Non Qualified Stock Option	\$10.48	06/17/2013		A		0 ⁽¹²⁾		(12)	(12)	Common Stock	0	\$0	98,236 ⁽¹²⁾	D	

Explanation of Responses:

- Granted 3/1/2010 under the Company's Amended and Restated 2000 Stock Option and Incentive Plan (the "Plan"), vesting over a five year period.
- Granted 6/24/2010 under the Plan, vesting over a two year period.
- Granted 6/23/2011 under the Plan, vesting over a two year period.
- Granted 6/21/2012 under the Plan, vesting over a two year period.
- Granted 8/27/2010 under the Plan, vesting when certain defined performance milestones for the Company's Brick Business Unit are achieved.
- The replacement options vest over a five year period in equal installments.
- Pursuant to the Exchange Offer, Replacement Options granted on 6/17/2013 in exchange for certain options with vesting tied to the performance of the Brick Business Unit were awarded with five escalating exercise prices, as shown above in Table II, each with a separate vesting schedule: those with an exercise price of \$6.29 fully vest on the first anniversary of grant, those with an exercise price of \$7.34 fully vest on the second anniversary, those with an exercise price of \$8.38 fully vest on the third anniversary, those with an exercise price of \$9.43 fully vest on the fourth anniversary, and those with an exercise price of \$10.48 fully vest on the fifth anniversary.
- The reporting person is filing this amendment to report the correct amount of options acquired on June 17, 2013. The Form 4/A filed on October 20, 2014, amended the original Form 4 of June 19, 2013, which reflected the acquisition, pursuant to Exchange Offer and in accord with the Plan, of options to purchase 20,000 shares at a price of \$7.34, 20,000 shares at a price of \$8.38, 20,000 shares at a price of \$9.43, and 20,000 shares at a price of \$10.48. As disclosed on the Form 4/A filed on October 20, 2014 the Company determined, subsequent to the grants associated with the Exchange Offer, an aggregate amount of options to purchase 69,514 shares was not validly granted during 2013 pursuant to the Plan, because the amount exceeded the Plan's limit on the number of options that may be granted to any individual within any calendar year. Accordingly, the attempted grant of these excess options was ineffective, and the options were never granted to the reporting person.
- The Form 4/A filed on October 20, 2014 amended the original Form 4 of June 25, 2013, indicating that options to purchase 695 shares at a strike price of \$7.34 were not validly granted. However, the Company subsequently determined options to purchase 2,459 shares at a price of \$7.34 were not validly granted. As such, the revised 17,541 figure shown above in Table II reflects the correct amount of options validly granted under the provisions of the Plan
- The Form 4/A filed on October 20, 2014 amended the original Form 4 of June 25, 2013, indicating that the originally reported grant of 20,000 options to purchase shares at a strike price of \$8.38 was not validly granted under the provisions of the Plan.
- The Form 4/A filed on October 20, 2014 amended the original Form 4 of June 25, 2013, indicating that the originally reported grant of 20,000 options to purchase shares at a strike price of \$9.43 was not validly granted under the provisions of the Plan
- The Form 4/A filed on October 20, 2014 amended the original Form 4 of June 25, 2013, indicating that the originally reported grant of 20,000 options to purchase shares at a strike price of \$10.48 was not validly granted under the provisions of the Plan.

/s/Kemble D. Morrison, Attorney 10/27/2014
in fact for Barry Kelleher

** 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.

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