

KELLEHER BARRY
 Form 4
 November 08, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLEHER BARRY

2. Issuer Name and Ticker or Trading Symbol
VICOR CORP [vicr]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
25 FRONTAGE ROAD

3. Date of Earliest Transaction (Month/Day/Year)
11/05/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

President Brick Business Unit

(Street)
ANDOVER, MA 01810

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 |
| Common Stock | 11/05/2010 | | M | | 5,124 | A | \$ 13.63 |
| Common Stock | 11/05/2010 | | M | | 3,121 | A | \$ 10 |
| Common Stock | 11/05/2010 | | M | | 1,475 | A | \$ 17.63 |
| Common Stock | 11/05/2010 | | S | | 5,124 | D | \$ 18.4806 |
| Common Stock | 11/05/2010 | | S | | 3,121 | D | \$ 18.4806 |

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Common Stock 11/05/2010 S 1,475 D \$ 18.4806 2,257 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non Qualified Stock Option | \$ 13.63 | 11/05/2010 | | M | 5,124 | ⁽¹⁾ 10/12/2011 | Common Stock | 5,124 |
| Non Qualified Stock Option | \$ 10 | 11/05/2010 | | M | 3,121 | ⁽²⁾ 06/26/2011 | Common Stock | 3,121 |
| Non Qualified Stock Option | \$ 17.63 | 11/05/2010 | | M | 1,475 | ⁽³⁾ 04/16/2011 | Common Stock | 1,475 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KELLEHER BARRY 25 FRONTAGE ROAD ANDOVER, MA 01810 | X | | President Brick Business Unit | |

Signatures

/s/Richard J. Nagel Jr. Attorney in Fact for Barry
Kelleher

11/08/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

- (1) Granted under the Company's 1993 Stock Option Plan and vest over a five year period.
- (2) Granted under the Company's Amended and Restated 2000 Stock Option and Incentive Plan and vest over a two year period.
- (3) Granted under the Company's Amended and Restated 2000 Stock Option and Incentive Plan and vest over a five year period.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.