SIMMS JAMES A

Form 4

May 05, 2010

# FORM 4

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

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 *<br>**SIMMS JAMES A** | 2. Issuer Name **and** Ticker or Trading Symbol<br>**VICOR CORP [vicr]** | 5. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><br>__X__ Director     _____ 10% Owner<br>__X__ Officer (give title _____ Other (specify below)    below)<br>Chief Financial Officer |
|---|---|---|
| (Last)    (First)    (Middle)<br>**25 FRONTAGE ROAD** | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/03/2010 | |
| (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_ Form filed by One Reporting Person<br>___ Form filed by More than One Reporting Person |
| **ANDOVER, MA 01810** | | |
| (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 | 05/03/2010 | | M | | 764 | A | $ 12.02 | 764 | D | |
| Common Stock | 05/03/2010 | | M | | 2,500 | A | $ 10 | 3,264 | D | |
| Common Stock | 05/03/2010 | | S | | 764 | D | $ 15.6756 | 2,500 | D | |
| Common Stock | 05/03/2010 | | S | | 2,500 | D | $ 15.6756 | 0 | D | |

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

**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. Derivative Security (I... |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Non Qualified Stock Option | $ 12.02 | 05/03/2010 | | M | | | 764 | (1) | 04/21/2011 | Common Stock | 764 | |
| Non Qualified Stock Option | $ 10 | 05/03/2010 | | M | | | 2,500 | (1) | 06/26/2011 | Common Stock | 2,500 | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| SIMMS JAMES A<br>25 FRONTAGE ROAD<br>ANDOVER, MA 01810 | X | | Chief Financial Officer | |

# Signatures

| | |
|---|---|
| /s/ Richard J. Nagel Jr. Attorney in Fact for James A. Simms | 05/05/2010 |
| **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 Amended and Restated 2000 Stock Option and Incentive Plan and vests over a two 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.

Explanation of Responses:                                                                                                                        3