

GENDRON ROBERT
Form 4
June 19, 2018

FORM 4

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

OMB APPROVAL

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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 *
GENDRON ROBERT

(Last) (First) (Middle)
VICOR CORP. 25 FRONTAGE RD.
(Street)

ANDOVER, MA 01810

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/30/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Corp. VP Marketing

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
____ 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 |
| Common Stock | 06/11/2018 | | M | | 9,585 | A | \$ 11.0921 |
| Common Stock | 06/11/2018 | | S | | 4,410 | D | \$ 49.202 |
| Common Stock | 06/11/2018 | | M | | 1,017 | A | \$ 12.5747 |
| Common Stock | 06/11/2018 | | S | | 490 | D | \$ 49.202 |
| Common Stock | 06/13/2018 | | M | | 1,573 | A | \$ 11.0921 |

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| | | | | | | | |
|--------------|------------|---|--------|---|------------|--------|---|
| Common Stock | 06/13/2018 | S | 721 | D | \$ 47.5 | 6,554 | D |
| Common Stock | 06/14/2018 | M | 10,710 | A | \$ 11.0921 | 17,264 | D |
| Common Stock | 06/14/2018 | S | 4,970 | D | \$ 46.933 | 12,294 | D |

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

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(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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Non Qualified Stock Option | \$ 11.0921 | 05/30/2018 | | A | 21,868 | <u>(1)</u> 04/14/2021 | Common Stock 21,868 |
| Non Qualified Stock Option | \$ 12.5747 | 05/30/2018 | | A | 1,017 | <u>(1)</u> 05/15/2022 | Common Stock 1,017 |
| Non Qualified Stock Option | \$ 11.0921 | 06/11/2018 | | D | 9,585 | <u>(1)</u> 04/14/2021 | Common Stock 9,585 |
| Non Qualified Stock Option | \$ 12.5747 | 06/11/2018 | | D | 1,017 | <u>(1)</u> 05/15/2022 | Common Stock 1,017 |
| Non Qualified Stock Option | \$ 11.0921 | 06/13/2018 | | D | 1,573 | <u>(1)</u> 04/14/2021 | Common Stock 1,573 |
| Non Qualified Stock Option | \$ 11.0921 | 06/14/2018 | | D | 10,710 | <u>(1)</u> 04/14/2021 | Common Stock 10,710 |

Qualified
Stock
Option

Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GENDRON ROBERT VICOR CORP. 25 FRONTAGE RD. ANDOVER, MA 01810 | | | Corp. VP Marketing | |

Signatures

/s/Richard J. Nagel Jr. Attorney in fact for Robert
Gendron

06/19/2018

__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) This stock option is exercisable in full.
 - (2) In the Merger, each outstanding stock option was amended to provide that it will be settled in shares of Vicor Corporation common stock, and to adjust the number of shares issuable pursuant to the Merger's exchange ratio.

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.