

PRAGER JAY M  
Form 4  
November 22, 2005

**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 \*  
PRAGER JAY M

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)  
11/18/2005

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

SVP - Technology

(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	11/18/2005		M	5,443 A \$ 12.06	5,739	D	
Common Stock	11/18/2005		M	2,619 A \$ 7.15	8,358	D	
Common Stock	11/18/2005		M	2,930 A \$ 9.59	11,288	D	
Common Stock	11/18/2005		M	515 A \$ 6.18	11,803	D	
Common Stock	11/18/2005		S	11,507 D \$ 16.7293	296	D	

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Common Stock	11/21/2005	M	1,170	A	\$ 12.06	1,466	D
Common Stock	11/21/2005	S	1,170	D	\$ 16.7	296	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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Non-Qualified Stock Option	\$ 12.06	11/18/2005		M	5,443	<u>(1)</u> 03/01/2009	Common Stock	5,443
Non-Qualified Stock Option	\$ 7.15	11/18/2005		M	2,619	<u>(2)</u> <u>(3)</u>	Common Stock	2,619
Non-Qualified Stock Option	\$ 9.59	11/18/2005		M	2,930	<u>(2)</u> <u>(3)</u>	Common Stock	2,930
Non-Qualified Stock Option	\$ 6.18	11/18/2005		M	515	<u>(2)</u> <u>(3)</u>	Common Stock	515
Non-Qualified Stock Option	\$ 12.06	11/21/2005		M	1,170	<u>(1)</u> 03/01/2009	Common Stock	1,170

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PRAGER JAY M  
25 FRONTAGE ROAD  
ANDOVER, MA 01810

SVP - Technology

## Signatures

/s/Richard J. Nagel, Jr., Attorney in Fact for Jay M.  
Prager

11/22/2005

\_\_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 1998 Stock Option and Incentive Plan and vests over a five year period.
  - (2) Granted under the Company's Amended and Restated 2000 Stock Option and Incentive Plan and vests over a four year period.
  - (3) Each portion of the option expires 30 months after it becomes exercisable.

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.