

AMERICAN SUPERCONDUCTOR CORP /DE/
 Form 4
 January 04, 2008

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 *
 SANDE JOHN VANDER

2. Issuer Name and Ticker or Trading Symbol
 AMERICAN SUPERCONDUCTOR CORP /DE/ [AMSC]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 01/02/2008

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

C/O AMERICAN SUPERCONDUCTOR CORPORATION, 64 JACKSON ROAD

(Street)

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

DEVENS, MA 01434

(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			
Common Stock	01/02/2008		M ⁽¹⁾			40,000	\$ 10.3125	0	D
Common Stock	01/02/2008		S ⁽¹⁾			100	\$ 28.32	0	D
Common Stock	01/02/2008		S ⁽¹⁾			300	\$ 28.3	0	D
Common Stock	01/02/2008		S ⁽¹⁾			2,000	\$ 28.25	0	D

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Common Stock	01/02/2008	<u>S(1)</u>	600	D	\$ 28.2	0	D
Common Stock	01/02/2008	<u>S(1)</u>	2,000	D	\$ 28.1	0	D
Common Stock	01/02/2008	<u>S(1)</u>	100	D	\$ 27.86	0	D
Common Stock	01/02/2008	<u>S(1)</u>	300	D	\$ 27.75	0	D
Common Stock	01/02/2008	<u>S(1)</u>	300	D	\$ 27.71	0	D
Common Stock	01/02/2008	<u>S(1)</u>	1,500	D	\$ 27.7	0	D
Common Stock	01/02/2008	<u>S(1)</u>	1,600	D	\$ 27.67	0	D
Common Stock	01/02/2008	<u>S(1)</u>	100	D	\$ 27.66	0	D
Common Stock	01/02/2008	<u>S(1)</u>	1,300	D	\$ 27.65	0	D
Common Stock	01/02/2008	<u>S(1)</u>	700	D	\$ 27.63	0	D
Common Stock	01/02/2008	<u>S(1)</u>	3,200	D	\$ 27.6	0	D
Common Stock	01/02/2008	<u>S(1)</u>	2,300	D	\$ 27.65	0	D
Common Stock	01/02/2008	<u>S(1)</u>	500	D	\$ 27.5	0	D
Common Stock	01/02/2008	<u>S(1)</u>	1,100	D	\$ 27.4	0	D
Common Stock	01/02/2008	<u>S(1)</u>	2,000	D	\$ 27.35	0	D
Common Stock	01/02/2008	<u>S(1)</u>	100	D	\$ 27.3	0	D
Common Stock	01/02/2008	<u>S(1)</u>	1,000	D	\$ 27.26	0	D
Common Stock	01/02/2008	<u>S(1)</u>	1,400	D	\$ 27.2	0	D
Common Stock	01/02/2008	<u>S(1)</u>	1,000	D	\$ 27.17	0	D
Common Stock	01/02/2008	<u>S(1)</u>	2,000	D	\$ 27.11	0	D
	01/02/2008	<u>S(1)</u>	1,700	D	\$ 27.1	0	D

Common Stock								
Common Stock	01/02/2008		S ⁽¹⁾	500	D	\$ 27.07	0	D
Common Stock	01/02/2008		S ⁽¹⁾	4,100	D	\$ 27.05	0	D
Common Stock	01/02/2008		S ⁽¹⁾	3,500	D	\$ 27.02	0	D
Common Stock	01/02/2008		S ⁽¹⁾	4,700	D	\$ 27	10,000 ⁽²⁾	D

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

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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
Stock Option (right to buy)	\$ 10.3125	01/02/2008		M ⁽¹⁾	40,000	⁽³⁾ 04/23/2008	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SANDE JOHN VANDER
C/O AMERICAN SUPERCONDUCTOR CORPORATION
64 JACKSON ROAD
DEVENS, MA 01434

X

Signatures

/s/ David A. Henry,
Attorney-in-Fact

01/04/2008

__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) The stock option exercise and sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person on November 21, 2007.
 - (2) Following all the transactions reported on this Form 4, the reporting person holds 10,000 shares directly.
 - (3) The option was fully vested as of July 30, 2002.

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.