#### MALOZEMOFF ALEXIS P

Form 4

October 03, 2008

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

Symbol

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

MALOZEMOFF ALEXIS P

			AMERICAN SUPERCONDUCTOR CORP /DE/ [AMSC]					CTOR	(Check all applicable)			
(Last) (First) (Middle)  C/O AMERICAN SUPERCONDUCTOR, 64 JACKSON ROAD			3. Date of Earliest Transaction (Month/Day/Year) 10/01/2008						Director 10% Owner X Officer (give title Other (specify below) EVP & Chief Technical Officer			
DEVENS, M	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Execution	med on Date, if Day/Year)	Code	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			of (D)	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)	
Common Stock	10/01/2008			M(1)	V	Amount 15,000	(D)	\$ 14.55	0	D		
Common Stock	10/01/2008			S <u>(1)</u>		180	D	\$ 23.41	0	D		
Common Stock	10/01/2008			S <u>(1)</u>		300	D	\$ 23.42	0	D		
Common Stock	10/01/2008			S <u>(1)</u>		1,600	D	\$ 23.43	0	D		
	10/01/2008			S(1)		830	D		0	D		

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Common Stock					\$ 23.45			
Common Stock	10/01/2008	S(1)	400	D	\$ 23.46	0	D	
Common Stock	10/01/2008	S(1)	1,690	D	\$ 23.47	0	D	
Common Stock	10/01/2008	S <u>(1)</u>	200	D	\$ 23.5	0	D	
Common Stock	10/01/2008	S(1)	100	D	\$ 23.52	0	D	
Common Stock	10/01/2008	S(1)	100	D	\$ 23.54	0	D	
Common Stock	10/01/2008	S(1)	1,300	D	\$ 23.55	0	D	
Common Stock	10/01/2008	S <u>(1)</u>	800	D	\$ 23.59	0	D	
Common Stock	10/01/2008	S(1)	3,400	D	\$ 23.7	0	D	
Common Stock	10/01/2008	S(1)	300	D	\$ 23.71	0	D	
Common Stock	10/01/2008	S <u>(1)</u>	100	D	\$ 23.79	0	D	
Common Stock	10/01/2008	S <u>(1)</u>	1,200	D	\$ 23.8	0	D	
Common Stock	10/01/2008	S(1)	2,200	D	\$ 23.83	0	D	
Common Stock	10/01/2008	S(1)	200	D	\$ 23.84	0	D	
Common Stock	10/01/2008	S(1)	100	D	\$ 24.01	100,500 (2)	D	
Common Stock						746 <u>(3)</u>	I	By 401(k) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	any Code Securities (Month/Day/Year) (Instr. 8) Acquired		vative rities uired (A)	ative Expiration Date ities (Month/Day/Year) red (A)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
	Security				or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Stock Option(right to buy)	\$ 14.55	10/01/2008		M <u>(1)</u>		15,000	<u>(4)</u>	05/15/2017	Common Stock	15,00

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MALOZEMOFF ALEXIS P C/O AMERICAN SUPERCONDUCTOR 64 JACKSON ROAD DEVENS, MA 01434

**EVP & Chief Technical Officer** 

### **Signatures**

/s/ Alexis P.
Malozemoff
10/03/2008

\*\*Signature of Reporting 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 6, 2007.
- (2) Following all the transactions reported on this Form 4, the reporting person holds 100,500 shares directly.
- Following all the transactions reported on this Form 4, the reporting person holds 746 shares indirectly through the company's 401(k) plan as of August 31, 2008.
- (4) The options are vested with respect to 15,000 shares. The remaining 30,000 shares shall vest in two equal annual installments beginning on May 15, 2009.

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.

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