

STANKIEWICZ CHARLES W
 Form 4
 June 12, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 STANKIEWICZ CHARLES W

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)
 06/10/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP & GM, AMSC Power Systems

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	(A) or (D)	Price
Common Stock	06/10/2009		S ⁽¹⁾		1,500	D	\$ 27.55 0
Common Stock	06/10/2009		S ⁽¹⁾		660	D	\$ 27.56 0
Common Stock	06/10/2009		S ⁽¹⁾		400	D	\$ 27.57 0
Common Stock	06/10/2009		S ⁽¹⁾		200	D	\$ 27.58 0

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Common Stock	06/10/2009	S ⁽¹⁾	3,718	D	\$ 27.68	0	D	
Common Stock	06/10/2009	S ⁽¹⁾	100	D	\$ 27.685	0	D	
Common Stock	06/10/2009	S ⁽¹⁾	200	D	\$ 27.69	0	D	
Common Stock	06/10/2009	S ⁽¹⁾	400	D	\$ 27.7	0	D	
Common Stock	06/10/2009	S ⁽¹⁾	445	D	\$ 27.71	0	D	
Common Stock	06/10/2009	S ⁽¹⁾	200	D	\$ 27.72	0	D	
Common Stock	06/10/2009	S ⁽¹⁾	15	D	\$ 27.725	0	D	
Common Stock	06/11/2009	M ⁽¹⁾	15,000	A	\$ 14.55	0	D	
Common Stock	06/11/2009	S ⁽¹⁾	15,000	D	\$ 28.1	0	D	
Common Stock	06/11/2009	S ⁽¹⁾	9,018	D	\$ 27.9	0	D	
Common Stock	06/11/2009	S ⁽¹⁾	5,495	D	\$ 27.55	0	D	
Common Stock	06/11/2009	S ⁽¹⁾	6,000	D	\$ 27.8	72,000 ⁽²⁾	D	
Common Stock						3,861 ⁽³⁾	I	By 401(k) Plan

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

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SEC 1474
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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. Title
				Code V	(A) (D)			

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						Date Exercisable	Expiration Date		Amount or Number of Shares
Stock Option (Right to buy)	\$ 14.55	06/11/2009	M ⁽¹⁾	15,000	(4)	05/15/2017	Common Stock		15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STANKIEWICZ CHARLES W C/O AMERICAN SUPERCONDUCTOR CORPORATION 64 JACKSON ROAD DEVENS, MA 01434			EVP & GM, AMSC Power Systems	

Signatures

/s/ Charles W.
Stankiewicz

06/12/2009

__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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 Plan.
- (2) Following all the transactions reported on this Form 4, the reporting person holds 72,000 shares directly.
- (3) Following all the transactions reported on this Form 4, the reporting person holds 3,861 shares indirectly through the company's 401(k) plan as of May31, 2009.
- (4) The options are vested with respect to 50,000 shares. The remaining 40,000 shares will vest on 05/15/2010.

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.