

AMERICAN SUPERCONDUCTOR CORP /DE/

Form 4

June 01, 2006

**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 \*  
MALOZEMOFF ALEXIS P

(Last) (First) (Middle)

C/O AMERICAN  
SUPERCONDUCTOR, TWO  
TECHNOLOGY DRIVE

(Street)

WESTBOROUGH, MA 01581

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/30/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
EVP & Chief Technical Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Common<br>Stock                       | 05/30/2006                              |                                                             | S <sup>(1)</sup>                        |                                                                            | 700                                                                                                                | D \$<br>9.43                                                         | 0 D                                                               |
| Common<br>Stock                       | 05/30/2006                              |                                                             | S <sup>(1)</sup>                        |                                                                            | 100                                                                                                                | D \$<br>9.42                                                         | 69,100 <sup>(2)</sup> D                                           |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    | 2,856 <sup>(3)</sup>                                                 | I By 401(k)<br>Plan                                               |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    | 4,500 <sup>(4)</sup>                                                 | I By Trusts                                                       |

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.**

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Report<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                   |

## Reporting Owners

| Reporting Owner Name / Address                                                                      | Relationships |           |                                     |       |
|-----------------------------------------------------------------------------------------------------|---------------|-----------|-------------------------------------|-------|
|                                                                                                     | Director      | 10% Owner | Officer                             | Other |
| MALOZEMOFF ALEXIS P<br>C/O AMERICAN SUPERCONDUCTOR<br>TWO TECHNOLOGY DRIVE<br>WESTBOROUGH, MA 01581 |               |           | EVP & Chief<br>Technical<br>Officer |       |

## Signatures

/s/ Alexis P.  
Malozemoff 06/01/2006

\_\_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).

- The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 14, 2005. The sale was made solely to cover Mr. Malozemoff's tax liability due to be paid in June 2006 associated with the vesting in May of this year of a total of 2,000 shares of restricted common stock pursuant to a restricted stock award made to Mr. Malozemoff in May 2005.
- Following all the transactions reported on this Form 4, the reporting person holds 69,100 shares directly.
  - The reporting person holds 2,856 shares indirectly through the company's 401(k) plan as of March 31, 2006.
  - The reporting person holds 4,500 shares indirectly in two trusts of which he is co-trustee.

## Edgar Filing: AMERICAN SUPERCONDUCTOR CORP /DE/ - Form 4

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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