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

## FORM 10-Q

R QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the quarterly period ended January 26, 2008

OR

£ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 001-33261

AEROVIRONMENT, INC.

Delaware (State or other jurisdiction of incorporation or organization) 95-2705790 (I.R.S. Employer Identification No.)

181 W. Huntington Drive, Suite 202 Monrovia, California (Address of principal executive offices)

91016 (Zip Code)

(626) 357-9983 (Registrant's telephone number, including area code)

N/A (Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes R No

£

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check One):

company

£ Large accelerated filer £ Accelerated filer R Non-accelerated filer £ Smaller reporting

(Do not check if smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes £ No R

As of February 28, 2008, the number of shares outstanding of the registrant's common stock, \$0.0001 par value, was 20,178,369.

#### AeroVironment, Inc.

#### Table of Contents

#### PART I. FINANCIAL INFORMATION

Item 1.	Financial Statements:				
	Consolidated Balance Sheets as of January 26, 2008 (Unaudited) and				
	April 30, 2007	3			
	Consolidated Statements of Income for the three and nine months ended				
	January 26, 2008 (Unaudited) and January 27, 2007 (Unaudited)	4			
	Consolidated Statements of Cash Flows for the nine months ended				
	January 26, 2008 (Unaudited) and January 27, 2007 (Unaudited)	5			
	Notes to Consolidated Financial Statements (Unaudited)	6			
	Management's Discussion and Analysis of Financial Condition and				
Item 2.	Results of Operations	13			
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	18			
Item 4T.	Controls and Procedures	18			
PART II. OTHER INFORMATION					
Item 1.	Legal Proceedings	20			
Item 1A.	Risk Factors	20			
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	21			
Item 3	Defaults Upon Senior Securities	21			

Submission of Matters to a Vote of Security Holders21Other Information21Exhibits2223

2

Item 4.

Item 5.

Item 6.

**Signatures** 

Exhibit Index

## Table of Contents

## PART I. FINANCIAL INFORMATION

## ITEM 1. FINANCIAL STATEMENTS

## AeroVironment, Inc. Consolidated Balance Sheets (In thousands except share data)

		January 26, 2008 (Unaudited)		April 30, 2007	
Assets					
Current assets:	*		*		
Cash and cash equivalents	\$	79,565	\$	20,920	
Restricted cash		406		389	
Short-term investments		30,780		88,325	
Accounts receivable, net of allowance for doubtful accounts of \$186 at January 26, 2008		05.460		<b>-</b> (01	
and \$149 at April 30, 2007		25,463		7,691	
Unbilled receivables and retentions		18,418		26,494	
Inventories, net		16,970		14,015	
Income tax receivable		2,623			
Deferred income taxes		1,843		1,730	
Prepaid expenses and other current assets		1,620		1,504	
Total current assets		177,688		161,068	
Property and equipment, net		10,256		6,229	
Deferred income taxes		761		761	
Other assets		118		119	
Total assets	\$	188,823	\$	168,177	
Liabilities and Stockholders' Equity					
Current liabilities:					
Accounts payable	\$	12,233	\$	16,024	
Wages and related accruals		7,809		8,942	
Customer advances		548		139	
Income taxes payable		-	_	4,564	
Other current liabilities		4,361		1,544	
Total current liabilities		24,951		31,213	
Deferred rent		927		541	
Commitments and contingencies					
Stockholders' equity:					
Preferred stock, \$0.0001 par value:					
Authorized shares — 10,000,000					
None issued or outstanding					
Common stock, \$0.0001 par value:					
Authorized shares — 100,000,000					
Issued and outstanding shares - 20,175,563 at January 26, 2008 and 18,875,957 at April					
30, 2007		2		2	
Additional paid-in capital		95,741		83,611	
Retained earnings		67,202		52,810	
Total stockholders' equity		162,945		136,423	

Total liabilities and stockholders' equity

See accompanying notes to consolidated financial statements (unaudited).

3

# Table of Contents

#### AeroVironment, Inc. Consolidated Statements of Income (Unaudited) (In thousands except share and per share data)

	Three Months Ended		Nine Months Ended		
	January	January	January	January	
	26,	27,	26,	27,	
	2008	2007	2008	2007	
-					

Revenue: