

AMERICAN SUPERCONDUCTOR CORP /DE/
 Form 4
 June 05, 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 *
YUREK GREGORY J

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)
64 JACKSON ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/04/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President and CEO

DEVENS, MA 01434
 (City) (State) (Zip)

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

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)
				(A) or (D) Code V Amount Price			
Common Stock	06/04/2008		M	9,303 A \$ 10.75	0	D	
Common Stock	06/04/2008		M	10,001 A \$ 7.81	0	D	
Common Stock	06/04/2008		M	1,710 A \$ 12.8	0	D	
Common Stock	06/04/2008		M	10,800 A \$ 9.26	209,858 ⁽¹⁾	D	
Common Stock					752 ⁽²⁾	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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(9-02)

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)	Amount or Number of Shares
Stock Option(right to buy)	\$ 10.75	06/04/2008		M	9,303	<u>(3)</u> 04/20/2009	Common Stock	9,303
Stock Option(right to buy)	\$ 7.81	06/04/2008		M	10,001	<u>(4)</u> 04/23/2012	Common Stock	10,001
Stock Option(right to buy)	\$ 12.8	06/04/2008		M	1,710	<u>(5)</u> 05/06/2014	Common Stock	1,710
Stock Option(right to buy)	\$ 9.26	06/04/2008		M	10,800	<u>(6)</u> 05/05/2015	Common Stock	10,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YUREK GREGORY J 64 JACKSON ROAD DEVENS, MA 01434	X		Chairman, President and CEO	

Signatures

/s/ Gregory J. Yurek
06/05/2008

**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) Following all the transactions reported on this Form 4, the reporting person holds 209,858 shares directly.
- (2) Following all the transactions reported on this Form 4, the reporting person holds 752 shares indirectly through the company's 401(k) plan as of April 30, 2008.
- (3) The option was fully vested as of April 20, 2004.
- (4) The option was fully vested as of April 23, 2007.
- (5) The option was fully vested as of May 6, 2007.
- (6) The option was fully vested as of May 5, 2008.

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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