

DiCecco Susan J  
 Form 3  
 August 12, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>DiCecco Susan J</p> <p>(Last) (First) (Middle)</p> <p>C/O AMERICAN SUPERCONDUCTOR CORPORATION, 64 JACKSON ROAD</p> <p>(Street)</p> <p>DEVENS, MA 01434</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/05/2009</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AMERICAN SUPERCONDUCTOR CORP /DE/ [AMSC]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other                  (give title below) (specify below)                  VP, Corporate Administration</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	11,600	D	À
Common Stock	588 <sup>(1)</sup>	I	By 401(k) Plan

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to buy)	04/17/2004 <sup>(2)</sup>	04/17/2013	Common Stock	1,200	\$ 3.44	D	Â
Stock Option (Right to buy)	04/23/2003 <sup>(3)</sup>	04/23/2012	Common Stock	250	\$ 7.81	D	Â
Stock Option (Right to buy)	04/26/2005 <sup>(4)</sup>	04/26/2014	Common Stock	1,750	\$ 13.94	D	Â
Stock Option (Right to buy)	04/26/2008 <sup>(5)</sup>	04/26/2017	Common Stock	4,000	\$ 14.77	D	Â
Stock Option (Right to buy)	05/11/2010 <sup>(6)</sup>	05/11/2019	Common Stock	12,000	\$ 25.5	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DiCecco Susan J C/O AMERICAN SUPERCONDUCTOR CORPORATION 64 JACKSON ROAD DEVENS, MA 01434	Â	Â	Â VP, Corporate Administration	Â

## Signatures

/s/ David A. Henry, 08/13/2009  
Attorney-in-Fact

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 reporting person holds 588 shares indirectly through the company's 401(k) plan as of July 31, 2009.
- (2) The options are vested with respect to 1,200 shares.
- (3) The options are vested with respect to 250 shares.
- (4) The options are vested with respect to 1,750 shares.
- (5) The options are vested with respect to 2,667 shares. The remaining 1,333 shares will vest on 4/27/2010.
- (6) The 12,000 shares will vest in three equal annual installments beginning 5/11/2010.

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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