

Poor Timothy D.  
Form 4  
December 16, 2009

**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 \*  
Poor Timothy D.

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)  
12/14/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP, Global Sales & Bus. Dev.

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 (D) Price			
Common Stock	12/14/2009		M	20,000 A \$ 14.9	65,708	D	
Common Stock	12/14/2009		M	800 A \$ 7.81	66,508	D	
Common Stock	12/14/2009		S <sup>(1)</sup>	1,264 D \$ 38.26	65,244	D	
Common Stock	12/14/2009		S <sup>(1)</sup>	220 D \$ 38.3	65,024	D	
Common Stock	12/14/2009		S <sup>(1)</sup>	100 D \$ 38.31	64,924	D	
Common Stock	12/14/2009		S <sup>(1)</sup>	100 D \$ 38.32	64,824	D	
Common Stock	12/14/2009		S <sup>(1)</sup>	1,100 D \$ 38.34	63,724	D	

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Common Stock	12/14/2009	S <sup>(1)</sup>	900	D	\$ 38.3405	62,824	D
Common Stock	12/14/2009	S <sup>(1)</sup>	1,727	D	\$ 38.4	61,097	D
Common Stock	12/14/2009	S <sup>(1)</sup>	600	D	\$ 38.41	60,497	D
Common Stock	12/14/2009	S <sup>(1)</sup>	100	D	\$ 38.42	60,397	D
Common Stock	12/14/2009	S <sup>(1)</sup>	2,905	D	\$ 38.49	57,492	D
Common Stock	12/14/2009	S <sup>(1)</sup>	325	D	\$ 38.4905	57,167	D
Common Stock	12/14/2009	S <sup>(1)</sup>	100	D	\$ 38.493	57,067	D
Common Stock	12/14/2009	S <sup>(1)</sup>	1,720	D	\$ 38.5	55,347	D
Common Stock	12/14/2009	S <sup>(1)</sup>	100	D	\$ 38.51	55,247	D
Common Stock	12/14/2009	S <sup>(1)</sup>	819	D	\$ 38.52	54,428	D
Common Stock	12/14/2009	S <sup>(1)</sup>	600	D	\$ 38.53	53,828	D
Common Stock	12/14/2009	S <sup>(1)</sup>	100	D	\$ 38.54	53,728	D
Common Stock	12/14/2009	S <sup>(1)</sup>	100	D	\$ 38.55	53,628	D
Common Stock	12/14/2009	S <sup>(1)</sup>	528	D	\$ 38.57	53,100	D
Common Stock	12/14/2009	S <sup>(1)</sup>	300	D	\$ 38.58	52,800	D
Common Stock	12/14/2009	S <sup>(1)</sup>	400	D	\$ 38.5805	52,400	D
Common Stock	12/14/2009	S <sup>(1)</sup>	4,885	D	\$ 38.6939	47,515 <sup>(2)</sup>	D

Common Stock 456 <sup>(3)</sup> 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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**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)
				Code	V (A) (D)	Expiration Date	Title

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						Date Exercisable			Amount or Number of Shares
Stock Option (Right to buy)	\$ 14.9	12/14/2009	M	20,000	(4)	04/25/2017(4)	Common Stock	20,000	
Stock Option (Right to buy)	\$ 7.81	12/14/2009	M	800	(5)	04/23/2012	Common Stock	800	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Poor Timothy D. C/O AMERICAN SUPERCONDUCTOR CORPORATION 64 JACKSON ROAD DEVENS, MA 01434			SVP, Global Sales & Bus. Dev.	

## Signatures

/s/ Timothy D. Poor  
12/16/2009

\*\*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 adopted by the reporting person on December 10, 2009.
- (2) Following all the transactions reported on this Form 4, the reporting person holds 47,515 shares directly.
- (3) Following all the transactions reported on this Form 4, the reporting person holds 456 shares indirectly through the company's 401(k) plan as of December 4, 2009.
- (4) The options (50,000 shares) were granted on April 25, 2007 and vest in equal annual installments over a five year period, and will be fully vested on April 25, 2012.
- (5) The option was fully vested as of April 23, 2007.

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