

DOUGLAS KEVIN

Form 4/A

December 21, 2010

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DOUGLAS KEVIN

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)  
125 E. SIR FRANCIS DRAKE  
BLVD., STE 400

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/11/2010

\_\_\_\_ Director \_\_\_\_X\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_X\_\_ Other (specify  
below) below)  
13(d)(3) group

(Street)  
LARKSPUR, CA 94939

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
11/12/2010

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (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:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |           |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|-----------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |           |
| Common<br>Stock                       | 11/11/2010                              |                                                             | P                                    |                                                                         | 120,000                                                                                                            | A                                                                       | \$<br>35.5                                                        | 2,629,328 |
| Common<br>Stock                       | 11/11/2010                              |                                                             | P                                    |                                                                         | 99,000                                                                                                             | A                                                                       | \$<br>35.5                                                        | 1,846,930 |

By James  
Douglas and  
Jean Douglas  
Irrevocable  
Descendants'  
Trust

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.**

SEC 1474  
(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. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | 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             |
| DOUGLAS KEVIN<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939                                         |               | X         |         | 13(d)(3)<br>group |
| Douglas Michelle<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939                                      |               | X         |         | 13(d)(3)<br>group |
| DOUGLAS FAMILY TRUST<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939                                  |               | X         |         | 13(d)(3)<br>group |
| JAMES & JEAN DOUGLAS IRREVOCABLE DESCENDANTS<br>TRUST<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939 |               | X         |         | 13(d)(3)<br>group |
| DOUGLAS JAMES E III<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939                                   |               | X         |         | 13(d)(3)<br>group |

## Signatures

|                                                                                                               |            |
|---------------------------------------------------------------------------------------------------------------|------------|
| /s/ Eileen Davis-Wheatman, attorney in fact for Kevin Douglas                                                 | 12/20/2010 |
| __Signature of Reporting Person                                                                               | Date       |
| /s/ Eileen Davis-Wheatman, Attorney in Fact for Michelle Douglas                                              | 12/20/2010 |
| __Signature of Reporting Person                                                                               | Date       |
| /s/ Eileen Davis-Wheatman, attorney in fact for Douglas Family Trust                                          | 12/20/2010 |
| __Signature of Reporting Person                                                                               | Date       |
| /s/ Eileen Davis-Wheatman, attorney in fact for James Douglas and Jean Douglas Irrevocable Descendants? Trust | 12/20/2010 |
| __Signature of Reporting Person                                                                               | Date       |
| /s/ Eileen Davis-Wheatman, attorney in fact for James E. Douglas III                                          | 12/20/2010 |
| __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) These shares are held directly and jointly by Kevin Douglas and Michelle Douglas. Beneficial ownership of these shares by Kevin Douglas was previously reported on the Form 4 filed on November 12, 2010 which is amended by this Form 4/A.

(2) Each of the reporting persons hereunder (individually, a "Reporting Person" and collectively the "Reporting Persons") may be deemed a member of a "group" within the meaning of Section 13(d)(3) of the Securities and Exchange Act of 1934, as amended (the "Exchange Act") or Rule 13d-5 promulgated under the Exchange Act, with one or more of the other Reporting Persons. Although the Reporting Persons are reporting such securities as if they were members of a "group", the filing of this Form 4 shall not be deemed an admission by any Reporting Person that such Reporting Person is a beneficial owner of any securities other than those directly held by such Reporting Person.

(3) These shares are held directly by the James Douglas and Jean Douglas Irrevocable Descendants' Trust and indirectly by Kevin Douglas. Kevin Douglas and Michelle Douglas, husband and wife, are each a co-trustee of the James Douglas and Jean Douglas Irrevocable Descendants' Trust. Beneficial ownership of these shares by Kevin Douglas and the Trust was previously reported on the Form 4 filed on November 12, 2010 which is amended by this Form 4/A. This amendment is being filed solely to reflect Michelle Douglas's beneficial ownership of the shares as a 10% shareholder.

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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