

MALOZEMOFF ALEXIS P

Form 4

August 24, 2006

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 *
MALOZEMOFF ALEXIS P

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)
C/O AMERICAN
SUPERCONDUCTOR, TWO
TECHNOLOGY DRIVE

3. Date of Earliest Transaction
(Month/Day/Year)
08/22/2006

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP & Chief Technical Officer

(Street)
WESTBOROUGH, MA 01581

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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 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 (A) or (D) Price		
Common Stock	08/22/2006		S		1,000 D \$ 9.97	0	D
Common Stock	08/22/2006		S		100 D \$ 9.92	0	D
Common Stock	08/22/2006		S		100 D \$ 9.91	0	D
Common Stock	08/22/2006		S		3,000 D \$ 9.9	0	D
	08/22/2006		S		600 D	0	D

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Common Stock						\$ 9.89			
Common Stock	08/22/2006	S	200	D		\$ 9.88	0	D	
Common Stock	08/22/2006	S	1,000	D		\$ 9.87	0	D	
Common Stock	08/22/2006	S	1,000	D		\$ 9.84	0	D	
Common Stock	08/22/2006	S	100	D		\$ 9.81	0	D	
Common Stock	08/22/2006	S	100	D		\$ 9.8	0	D	
Common Stock	08/22/2006	S	1,800	D		\$ 9.77	0	D	
Common Stock	08/22/2006	S	1,000	D		\$ 9.75	83,100 ⁽¹⁾	D	
Common Stock							3,054 ⁽²⁾	I	By 401(k) Plan
Common Stock							4,500 ⁽³⁾	I	By Trusts

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MALOZEMOFF ALEXIS P C/O AMERICAN SUPERCONDUCTOR TWO TECHNOLOGY DRIVE WESTBOROUGH, MA 01581			EVP & Chief Technical Officer	

Signatures

/s/ Alexis P.
Malozemoff

08/24/2006

__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 83,100 shares directly.
- (2) The reporting person holds 3,054 shares indirectly through the company's 401(k) plan as of June 30, 2006.
- (3) The reporting person holds 4,500 shares indirectly in two trusts of which he is co-trustee.

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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