

AMERICAN SUPERCONDUCTOR CORP /DE/

Form 4

May 26, 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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
YUREK GREGORY J

(Last) (First) (Middle)

TWO TECHNOLOGY DRIVE

(Street)

WESTBOROUGH, MA 01581

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**AMERICAN SUPERCONDUCTOR
CORP /DE/ [AMSC]**

3. Date of Earliest Transaction
(Month/Day/Year)
05/25/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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)
			Code	V	Amount (A) or (D)	Price	
Common Stock	05/25/2006		S		100	D \$ 8.92	0 ⁽¹⁾ D
Common Stock	05/25/2006		S		1,800	D \$ 8.98	0 ⁽¹⁾ D
Common Stock	05/25/2006		S		600	D \$ 9	0 ⁽¹⁾ D
Common Stock	05/25/2006		S		300	D \$ 9.01	0 ⁽¹⁾ D
Common Stock	05/25/2006		S		200	D \$ 9.02	0 ⁽¹⁾ D

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Common Stock	05/25/2006	S	653	D	\$ 9.03	0 ⁽¹⁾	D	
Common Stock	05/25/2006	S	1,847	D	\$ 9.05	0 ⁽¹⁾	D	
Common Stock	05/25/2006	S	1,867	D	\$ 9.08	0 ⁽¹⁾	D	
Common Stock	05/25/2006	S	500	D	\$ 9.09	175,285 ⁽¹⁾	D	
Common Stock						8,340	I ⁽²⁾	By Family
Common Stock						752	I ⁽³⁾	By 401(k) Plan

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

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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 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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
YUREK GREGORY J TWO TECHNOLOGY DRIVE WESTBOROUGH, MA 01581	X Chairman, President and CEO

Signatures

/s/ Gregory J.
Yurek

05/25/2006

 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).

Following all the transactions reported on this Form 4, the reporting person holds 175,285 directly. The sale was made solely to cover Mr.

- (1) Yurek's tax liability due to be paid in May 2006 associated with the vesting in May of this year of a total of 13,000 shares of restricted common stock pursuant to restricted stock awards made to Mr. Yurek in May 2004 and May 2005.
- (2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (3) The reporting person holds 752 shares indirectly through the company's 401(k) plan as of March 31, 2006.

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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