

AMERICAN SUPERCONDUCTOR CORP /DE/
 Form 3
 March 03, 2006

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)

| | | | | | |
|---|--|--|---|--|---|
| 1. Name and Address of Reporting Person * ^ STANKIEWICZ CHARLES W (Last) (First) (Middle) TWO TECHNOLOGY DRIVE (Street) WESTBOROUGH, MA 01581 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 03/01/2006 | 3. Issuer Name and Ticker or Trading Symbol AMERICAN SUPERCONDUCTOR CORP /DE/ [AMSC] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, AMSC Power Systems | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|---|--|--|---|--|---|

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 | 10,000 | D | ^ |
| Common Stock | 2,696 ⁽¹⁾ | 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)

| 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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|---------------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| Stock Option (Right to Buy) | 07/06/1999 ⁽²⁾ | 07/06/2008 | Common Stock | 45,000 | \$ 12.063 | D | Â |
| Stock Option (Right to Buy) | 04/20/2000 ⁽³⁾ | 04/20/2009 | Common Stock | 26,000 | \$ 10.75 | D | Â |
| Stock Option (Right to Buy) | 04/11/2001 ⁽⁴⁾ | 04/11/2010 | Common Stock | 15,000 | \$ 25.625 | D | Â |
| Stock Option (Right to Buy) | 04/27/2002 ⁽⁵⁾ | 04/27/2011 | Common Stock | 5,000 | \$ 15.19 | D | Â |
| Stock Option (Right to Buy) | 04/23/2003 ⁽⁶⁾ | 04/23/2012 | Common Stock | 20,000 | \$ 7.81 | D | Â |
| Stock Option (Right to Buy) | 05/09/2004 ⁽⁷⁾ | 05/09/2013 | Common Stock | 13,433 | \$ 3.53 | D | Â |
| Stock Option (Right to Buy) | 05/06/2005 ⁽⁸⁾ | 05/06/2014 | Common Stock | 6,000 | \$ 12.8 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STANKIEWICZ CHARLES W TWO TECHNOLOGY DRIVE WESTBOROUGH, MA 01581 | Â | Â | Â SVP, AMSC Power Systems | Â |

Signatures

Charles W.
Stankiewicz

03/03/2006

**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 2,696 shares indirectly through the company's 401(k) plan as of December 31, 2005.

(2) The options are vested with respect to 45,000 shares.

(3) The options are vested with respect to 26,000 shares.

(4) The options are vested with respect to 15,000 shares.

(5) The options are vested with respect to 4,000 shares. The remaining 1,000 shares vest on 4/27/06.

(6) The options are vested with respect to 12,000 shares. The remaining 8,000 shares vest in two equal annual installments beginning on 4/23/06.

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- (7) The options are vested with respect to 100 shares. The remaining 13,333 shares vest on 5/9/06.
- (8) The options are vested with respect to 2,000 shares. The remaining 4,000 shares vest in two equal annual installments beginning on 5/6/06.

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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