

AMERICAN SUPERCONDUCTOR CORP /DE/  
 Form 4  
 May 24, 2005

**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 \*  
**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)  
**05/23/2005**

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 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |                                   |
| Common Stock                    | 05/23/2005                           |  | S                              |   | 3,300 D \$ 9.37   | 0  | D                                 |
| Common Stock                    | 05/23/2005                           |  | S                              |   | 5,100 D \$ 9.36   | 0  | D                                 |
| Common Stock                    | 05/23/2005                           |  | S                              |   | 100 D \$ 9.26   | 0  | D                                 |
| Common Stock                    | 05/23/2005                           |  | S                              |   | 1,000 D \$ 9.11   | 0  | D                                 |
| Common Stock                    | 05/23/2005                           |  | S                              |   | 1,000 D \$ 9.05   | 0  | D                                 |

|              |            |   |       |   |         |                        |   |           |
|--------------|------------|---|-------|---|---------|------------------------|---|-----------|
| Common Stock | 05/23/2005 | S | 466   | D | \$ 9.02 | 0                      | D |           |
| Common Stock | 05/23/2005 | S | 534   | D | \$ 9.01 | 0                      | D |           |
| Common Stock | 05/23/2005 | S | 1,760 | D | \$ 9    | 171,040 <sup>(1)</sup> | D |           |
| Common Stock | 05/23/2005 | S | 0     | D | \$ 0    | 22,452 <sup>(2)</sup>  | I | By Family |

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. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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<br>TWO TECHNOLOGY DRIVE<br>WESTBOROUGH, MA 01581 | X             |           | Chairman and CEO |       |

## Signatures

/s/ Gregory J. Yurek  
05/24/2005

\*\*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 171,040 directly. The sale was made solely to cover Mr.

(1) Yurek's tax liability due to be paid in May 2005 associated with the vesting in April and May of this year of a total of 30,000 shares of restricted common stock pursuant to restricted stock awards made to Mr. Yurek in April 1999 and May 2004.

(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.

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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