

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>DiCecco Susan J</u> (Last) (First) (Middle) <u>C/O AMERICAN SUPERCONDUCTOR CORPORATION</u> <u>64 JACKSON ROAD</u> (Street) <u>DEVENS MA 01434</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN SUPERCONDUCTOR CORP /DE/ [AMSC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Corporate Administration</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/17/2009</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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	12/17/2009		M		250	A	\$7.81	16,850	D	
Common Stock	12/17/2009		M		1,750	A	\$13.94	18,600	D	
Common Stock	12/17/2009		M		2,667	A	\$14.77	21,267	D	
Common Stock	12/17/2009		S		4,667	D	\$39.8126	16,600 ⁽¹⁾	D	
Common Stock								643 ⁽²⁾	I	By 401(k) Plan

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to buy)	\$7.81	12/17/2009		M			250	(3)	04/23/2012	Common Stock	250	\$7.81	0	D	
Stock Option (Right to buy)	\$13.94	12/17/2009		M			1,750	(4)	04/26/2014	Common Stock	1,750	\$13.94	0	D	
Stock Option (Right to buy)	\$14.77	12/17/2009		M			2,667	(5)	04/26/2017	Common Stock	2,667	\$14.77	1,333	D	

Explanation of Responses:

- Following all the transactions reported on this Form 4, the reporting person holds 16,600 shares directly.
- Following all the transactions reported on this Form 4, the reporting person holds 643 shares indirectly through the company's 401(k) plan as of December 17, 2009.
- The option was fully vested as of April 23, 2007.
- The option was fully vested as of April 26, 2007.
- The options (4,000 shares) were granted on April 26, 2007 and vest in equal annual installments over a three year period, and will be fully vested on April 26, 2010.

Remarks:

/s/ Susan J. DiCecco 12/18/2009
 ** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

