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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**SCHEDULE 14A  
(RULE 14a-101)  
INFORMATION REQUIRED IN  
PROXY STATEMENT**

**SCHEDULE 14A INFORMATION  
Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934**

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**American Superconductor Corporation**  
(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other than Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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AMERICAN SUPERCONDUCTOR CORPORATION  
114 EAST MAIN STREET  
AYER, MA 01432

# Your **Vote** Counts!

**AMERICAN SUPERCONDUCTOR CORPORATION**

2024 Annual Meeting

Vote by August 1, 2024 11:59 PM ET. For shares held in a Plan, vote by July 30, 2024 11:59 PM ET.



V52759-P13552

You invested in AMERICAN SUPERCONDUCTOR CORPORATION and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on August 2, 2024.**

## Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to July 19, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

### Smartphone users

Point your camera here and vote without entering a control number



### Vote Virtually at the Meeting\*







August 2, 2024  
10:30 AM EDT

Virtually at:  
[www.virtualshareholdermeeting.com/AMSC2024](http://www.virtualshareholdermeeting.com/AMSC2024)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b> 01) Laura A. Dambier      04) Barbara G. Littlefield 02) Arthur H. House      05) Daniel P. McGahn 03) Margaret D. Klein    06) David R. Oliver, Jr.	 For
2. To approve an amendment and restatement of AMSC's 2022 Stock Incentive Plan to add 3,250,000 shares to the total number of shares available for issuance thereunder.	 For
3. To approve an amendment to AMSC's Amended and Restated 2007 Director Stock Plan to add 150,000 shares to the total number of shares available for issuance thereunder.	 For
4. To approve an amendment to AMSC's Restated Certificate of Incorporation, as amended, to provide for exculpation of officers to the extent permitted by the General Corporation Law of the State of Delaware.	 For
5. To ratify the appointment by the Audit Committee of the Board of Directors of RSM US LLP as AMSC's independent registered public accounting firm for the current fiscal year.	 For
6. To approve, on an advisory basis, the compensation of AMSC's named executive officers.	 For

**NOTE:** To transact such other business as may properly come before the annual meeting or any continuation, postponement or adjournment thereof.

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".