

AMERICAN SUPERCONDUCTOR CORP /DE/
 Form 4
 May 12, 2015

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 *
 HENRY DAVID A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/08/2015

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 EVP, CFO & Treasurer

C/O AMERICAN SUPERCONDUCTOR, 64 JACKSON ROAD

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

DEVENS, MA 01434

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/08/2014		S ⁽¹⁾		4,500	D	\$ 6,5088 <u>(2)</u>
Common Stock	05/11/2015		S ⁽³⁾		405	D	\$ 6,4739 <u>(4)</u>
Common Stock						I	1,128 <u>(6)</u> 401(k) Plan

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

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- The disposition transaction was executed in multiple trades at prices ranging from \$6.38-\$6.50. The price reported above reflects the
- (4) weighted average sale price. The reporting person hereby undertakes to provide, upon request, to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares and price at which the transaction was effected.
 - (5) Following all the transactions reported on this Form 4, the reporting person holds 48,509 shares directly. Ownership reflects 1-for-10 reverse split effected on March 24, 2015.
 - (6) Following all the transactions reported on this Form 4, the reporting person holds 1,128 shares indirectly through the company's 401(k) plan as of April 30, 2015. Ownership reflects 1-for-10 reverse split effected on March 24, 2015.

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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