

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) ___ Director ___ 10% Owner <u>X</u> Officer ___ 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) <u>X</u> Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
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**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 <sup>(1)</sup>	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 <sup>(2)</sup>	07/06/2008	Common Stock	45,000	\$ 12.063	D	Â
Stock Option (Right to Buy)	04/20/2000 <sup>(3)</sup>	04/20/2009	Common Stock	26,000	\$ 10.75	D	Â
Stock Option (Right to Buy)	04/11/2001 <sup>(4)</sup>	04/11/2010	Common Stock	15,000	\$ 25.625	D	Â
Stock Option (Right to Buy)	04/27/2002 <sup>(5)</sup>	04/27/2011	Common Stock	5,000	\$ 15.19	D	Â
Stock Option (Right to Buy)	04/23/2003 <sup>(6)</sup>	04/23/2012	Common Stock	20,000	\$ 7.81	D	Â
Stock Option (Right to Buy)	05/09/2004 <sup>(7)</sup>	05/09/2013	Common Stock	13,433	\$ 3.53	D	Â
Stock Option (Right to Buy)	05/06/2005 <sup>(8)</sup>	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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.