

### **AMSC Reports Second Quarter Fiscal Year 2010 Financial Results**

- Revenues Increased 36 Percent Year Over Year
- Total Backlog Increased to a Record \$956 Million
- Net Income Increased 130 Percent Year Over Year
- Fiscal 2010 Revenue and Earnings Forecasts Increased

DEVENS, Mass., Nov 02, 2010 (BUSINESS WIRE) --

American Superconductor Corporation (NASDAQ: AMSC), a global power technologies company, today reported financial results for the second quarter of its fiscal year 2010 ended September 30, 2010.

Revenues for the second quarter of fiscal 2010 increased 36 percent to \$101.5 million from \$74.7 million for the second quarter of fiscal 2009. Gross margin for the second quarter of fiscal 2010 was 40.7 percent, which compares with 38.9 percent for the second quarter of fiscal 2009.

AMSC generated net income of \$10.0 million, or \$0.22 per diluted share, for the second quarter of fiscal 2010. This compares with net income of \$4.3 million, or \$0.10 per diluted share, for the second quarter of fiscal 2009. Non-GAAP net income was \$14.6 million, or \$0.32 per diluted share, for the second quarter of fiscal 2010. This compares with non-GAAP net income of \$8.7 million, or \$0.19 per diluted share, for the second quarter of 2009. Please refer to the financial table included below for a reconciliation of GAAP to non-GAAP results.

Cash, cash equivalents, marketable securities and restricted cash at September 30, 2010 were \$131.2 million. This compares with \$120.7 million as of June 30, 2010 and \$155.1 million as of March 31, 2010.

The company reported backlog as of September 30, 2010 of approximately \$956 million compared with approximately \$952 million as of June 30, 2010.

"In the second quarter - our fifteenth consecutive quarter of sequential revenue growth - we generated new quarterly records for both gross margin and earnings," said Greg Yurek, AMSC's founder and chief executive officer. "In recent weeks, we have achieved a number of additional successes that we believe will enable us to extend our strong track record of profitable growth well beyond fiscal 2010. We strengthened our position in the renewable energy and power grid sectors by making a strategic investment in advanced wind turbine blade manufacturer Blade Dynamics Ltd., and we introduced our new SolarTie<sup>™</sup> Grid Interconnection Solution. Most importantly, the second fiscal quarter marked the 'Coming of Age' for high temperature superconductors as we booked a three million meter order for our Amperium<sup>™</sup> wire - the largest order for high temperature superconductor wire in history."

#### **Financial Forecast**

"We are increasing our fiscal 2010 financial forecast for both revenues and earnings," said David Henry, AMSC's senior vice president and chief financial officer. "Our revenue forecast for the full fiscal year has increased from a range of \$420 million to \$430 million to a range of \$430 million to \$440 million, representing growth in excess of 36 percent compared with fiscal 2009. Our net income forecast for the full fiscal year has increased from a range of \$39.5 million to \$42.0 million, or \$0.85 to \$0.90 per diluted share, to a range of \$44.0 million to \$46.5 million, or \$0.95 to \$1.00 per diluted share. Our non-GAAP net income guidance also is being increased from a range of \$56.0 million to \$58.5 million, or \$1.20 to \$1.25 per diluted share, to a range of \$60.5 million to \$63.0 million, or \$1.30 to \$1.35 per diluted share."

#### **Conference Call Reminder**

In conjunction with this announcement, AMSC management will participate in a conference call with investors beginning at 10:00 a.m. ET today. On this call, management will discuss the dynamics in AMSC's core markets, recent orders and business initiatives, superconductor power cable opportunities as well as the company's results and its business outlook. Those who wish

to listen to the live conference call webcast should visit the "Investors" section of the company's website at <a href="https://www.amsc.com/investors">www.amsc.com/investors</a>. The live call also can be accessed by dialing 785-830-7990 and using conference ID 5168484. A telephonic playback of the call will be available from 1:00 p.m. ET today through 1:00 p.m. ET on November 7. Please call 719-457-0820 and refer to conference ID 5168484 to access the playback.

### **About American Superconductor (NASDAQ: AMSC)**

AMSC offers an array of proprietary technologies and solutions spanning the electric power infrastructure - from generation to delivery to end use. The company is a leader in <a href="renewable-energy">renewable-energy</a> providing proven, megawatt-scale wind turbine designs and electrical control systems. The company also offers a host of <a href="Smart Grid">Smart Grid</a> technologies for power grid operators that enhance the reliability, efficiency and capacity of the grid, and seamlessly integrate renewable energy sources into the power infrastructure. These include superconductor power cable systems, grid-level surge protectors and power electronics-based voltage stabilization systems. AMSC's technologies are protected by a broad and deep intellectual property portfolio consisting of hundreds of patents and licenses worldwide. More information is available at <a href="www.amsc.com">www.amsc.com</a>.

American Superconductor and design, Revolutionizing the Way the World Uses Electricity, AMSC, Amperium, Powered by AMSC, D-VAR, dSVC, FaultBlocker, PowerModule, PQ-IVR, PQ-SVC, SuperGEAR, SeaTitan, SolarTie and Windtec and design are trademarks or registered trademarks of American Superconductor Corporation or its subsidiaries. All other brand names, product names or trademarks belong to their respective holders.

Any statements in this release about future expectations, plans and prospects for the company, including our expectations regarding the future financial performance of the company and other statements containing the words "believes," "anticipates," "plans," "expects," "will" and similar expressions, constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. There are a number of important factors that could materially impact the value of our common stock or cause actual results to differ materially from those indicated by such forward-looking statements. Such factors include: we have a history of operating losses, and we may incur losses in the future; our operating results may fluctuate significantly from quarter to quarter and may fall below expectations in any particular fiscal quarter; a significant portion of our revenues are derived from a single customer and revenues from this customer may decline in future periods; adverse changes in domestic and global economic conditions could adversely affect our business; changes in exchange rates could adversely affect our financial results; we may not realize all of the sales expected from our backlog of orders and contracts; we rely upon third party suppliers for the components and subassemblies of many of our products, making us vulnerable to supply shortages and price fluctuations; we have not manufactured our Amperium wire in commercial quantities, and a failure to manufacture our Amperium wire in commercial quantities at acceptable cost and quality levels would substantially limit our future revenue and profit potential; and our patents may not provide meaningful protection for our technology, which could result in us losing some or all of our market position. Reference is made to these and other factors discussed in the "Risk Factors" section of the company's most recent quarterly or annual report filed with the Securities and Exchange Commission. In addition, any forwardlooking statements included in this press release represent the company's views as of the date of this release. While the company anticipates that subsequent events and developments may cause the company's views to change, the company specifically disclaims any obligation to update these forward-looking statements. These forward-looking statements should not be relied upon as representing the company's views as of any date subsequent to the date this press release is issued.

## UNAUDITED CONSOLIDATED STATEMENTS OF INCOME (In thousands, except per share data)

	Three months ended Six months ended September 30, September 30,						
		2010	2009	2010	2009		
Revenues:							
Power Systems	\$	98,540 \$	71,791	\$193,468	142,487		
Superconductors	_	2,989	2,881	5,271	5,185		
Total revenues		101,529	74,672	198,739	147,672		
Cost of revenues	_	60,226	45,637	118,450	96,054		
Gross profit		41,303	29,035	80,289	51,618		
Operating expenses:							
Research and development		7,857	5,416	15,192	9,944		
Selling, general and administrative		17,127	12,712	32,310	23,597		
Amortization of acquisition related intangibles		374	460	762	905		
Restructuring and impairments	_		117		451		
Total operating expenses	_	25,358	18,705	48,264	34,897		
Operating income		15,945	10,330	32,025	16,721		
Interest income		191	190	367	433		
Other income (expense), net	_	2,448	(871)	2,618	(2,847)		
Income before income tax expense		18,584	9,649	35,010	14,307		
Income tax expense	_	8,596	5,309	15,853	8,175		
Net income	\$	9,988 \$	4,340	\$ 19,157	6,132		
Net income per common share							
Basic	\$	0.22 \$	0.10	\$ 0.42	0.14		
Diluted	\$	0.22 \$	0.10	\$ 0.429	0.14		
Weighted average number of common shares outstanding	Π						
Basic	_	45,482	44,247	45,363	44,020		
Diluted	_	46,217	45,233	46,099	44,922		
	_						

# UNAUDITED CONSOLIDATED BALANCE SHEETS (In thousands)

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	Sep	tember 30	, March 31,
		2010	2010
ASSETS			
Current assets:			
Cash and cash equivalents	\$	52,615	\$ 87,594
Marketable securities		69,218	54,469
Accounts receivable, net		96,042	62,203
Inventory		45,241	35,858
Prepaid expenses and other current assets		21,357	15,381
Restricted cash		5,484	5,713
Deferred tax assets	_	3,117	1,776
Total current assets		293,074	262,994
Property, plant and equipment, net		78,160	64,315
Goodwill		47,508	36,696
Intangibles, net		7,966	7,770
Marketable securities		3,900	7,342
Deferred tax assets		4,121	3,043
Other assets	_	30,506	18,024
Total assets	\$	465,235	\$ 400,184
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities:			
Accounts payable and accrued expenses	\$	94,184	\$ 84,319
Deferred revenue		25,113	19,970
		-	-

Deferred tax liabilities	1,580	471
Total current liabilities	120,877	104,760
Non-current liabilities		
Deferred revenue	16,433	13,302
Deferred tax liabilities	1,929	777
Other	418	380
Total liabilities	139,657	119,219
Stockholders' equity:		
Common stock	456	448
Additional paid-in capital	718,411	698,417
Accumulated other comprehensive loss	(1,557)	(7,011)
Accumulated deficit	(391,732)	(410,889)
Total stockholders' equity	325,578	280,965
Total liabilities and stockholders' equity <u>\$</u>	465,235	\$ 400,184

### UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS (In thousands)

Cash flows from operating activities:         Net income         \$ 19,15         \$ 6,12           Adjustments to reconcile net income to net cash (used in) provided by operating activities:         \$ 19,15         \$ 6,12           Depreciation and amortization         \$ 2,22         6,918           Stock-based compensation expense         7,825         6,918           Allowance for doubtful accounts         959         12,10           Peferred income taxes         1,107         382           Changes in operating asset and liability accounts:         3,20         3,01           Prepaid expenses and other current assets         (6,40)         7,22           Accounts receivable         36,593         3,010           Inventory         (8,94)         6,255           Prepaid expenses and other current assets         (6,40)         7,22           Prepaid expenses and currend expenses         8,011         4,81           Prepaid expenses and other current assets         (6,40)         7,22           Prepaid expenses and other current assets         (6,40)         7,22           Net cash (used in) provided by operating activities         (1,80)         2,52           Purchase of property, plant and equipment         (1,95)         4,053           Purchase of property, plant and equipment	(All tilousalius)	Civ	months and	٦ د -	ntombor 20	
Cash flows from operating activities:         \$ 19,157         \$ 6,132           Adjustments to reconcile net income to net cash (used in) provided by operations:         5,428         4,704           Depreciation and amortization         5,428         4,704           Stock-based compensation expense         7,825         6,918           Stock-based compensation expensenon-employee         181         30           Allowance for doubtful accounts         959         52           Deferred income taxes         (71)         (1,111)           Other non-cash items         1,107         382           Changes in operating asset and liability accounts:         4,269         6,235           Accounts receivable         (36,953)         3,010           Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         1,878         21,687           Cash flows from investing activities:         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374		SIX				
Net income         \$ 19,157         \$ 6,132           Adjustments to reconcile net income to net cash (used in) provided by operations:         3,242         4,704           Adjustments to reconcile net income to net cash (used in) provided by operations:         5,428         4,704           Stock-based compensation expense         7,825         6,918           Stock-based compensation expensenon-employee         181         30           Allowance for doubtful accounts         959         52           Deferred income taxes         (71)         (1,111)           Other non-cash items         1,107         382           Changes in operating asset and liability accounts:         36,953         3,010           Inventory         (36,953)         3,010           Inventory         (6,408)         712           Accounts receivable         (36,953)         3,010           Inventory         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Perpaid expenses and other current assets         (6,408)         712           Net cash (used in) provided by operating activities         1,878         2,687           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of prop	Cash flows from operating activities:	_				
Depreciation and amortization         5,428         4,704           Stock-based compensation expense         7,825         6,918           Stock-based compensation expensenon-employee         181         30           Allowance for doubtful accounts         959         52           Deferred income taxes         (71)         (1,111)           Other non-cash items         1,107         382           Changes in operating asset and liability accounts:		\$	19,157	\$	6,132	
Depreciation and amortization         5,428         4,704           Stock-based compensation expense         7,825         6,918           Stock-based compensation expensenon-employee         181         30           Allowance for doubtful accounts         959         52           Deferred income taxes         (71)         (1,111)           Other non-cash items         1,107         382           Changes in operating asset and liability accounts:	Adjustments to reconcile net income to net cash (used in) provided by operations	5:				
Stock-based compensation expensenon-employee         181         30           Allowance for doubtful accounts         959         52           Deferred income taxes         (71)         (1,111)           Other non-cash items         1,107         382           Changes in operating asset and liability accounts:         3,010           Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         (1,878)         21,687           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of intangible assets         (1,615)         (843)           Purchase of intangible assets         (1,615)			5,428		4,704	
Allowance for doubtful accounts         959         52           Deferred income taxes         (71)         (1,111)           Other non-cash items         1,107         382           Changes in operating asset and liability accounts:         1,107         382           Accounts receivable         (36,953)         3,010           Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         1,878         21,687           Cash flows from investing activities:         2         (2,741)           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)            Change in other assets         (182)         <	Stock-based compensation expense		7,825		6,918	
Deferred income taxes         (71)         (1,111)           Other non-cash items         1,107         382           Changes in operating asset and liability accounts:         3,010           Accounts receivable         (36,953)         3,010           Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         (1,878)         21,687           Cash flows from investing activities:         (1,950)         (2,741)           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of intangible assets         (1,615)         (843)           Purchase of intangible assets         (1,615) <td>Stock-based compensation expensenon-employee</td> <td></td> <td>181</td> <td></td> <td>30</td>	Stock-based compensation expensenon-employee		181		30	
Other non-cash items         1,107         382           Changes in operating asset and liability accounts:         (36,953)         3,010           Accounts receivable         (36,953)         3,010           Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)            Change in other assets         (182)         (617)           Net cash used in investing activities         (37,295)         (11,906)           Cash flows from financing activities:         (37,295)         (11,906)	Allowance for doubtful accounts		959		52	
Changes in operating asset and liability accounts:           Accounts receivable         (36,953)         3,010           Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         20,2683         (40,533)           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)         -           Change in other assets         (182)         (617)           Net cash used in investing activities         (37,295)         (11,906)           Cash flows from financing activities:         (37,295)         (11,906)           Proceeds from exercise of employee stock o	Deferred income taxes		(71)		(1,111)	
Accounts receivable         (36,953)         3,010           Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         (17,950)         (2,741)           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (566)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)            Change in other assets         (182)         (617)           Net cash used in investing activities         (37,295)         (11,906)           Cash flows from financing activities         1,574         4,068           Net cash provided by financing activities         1,574         4,068           Effect of exchange rate	Other non-cash items		1,107		382	
Inventory         (8,934)         6,235           Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         Turchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)            Change in other assets         (182)         (617)           Net cash used in investing activities         (37,295)         (11,906)           Cash flows from financing activities         1,574         4,068           Net cash provided by financing activities         1,574         4,068           Effect of exchange rate changes on cash and cash equivalents         2,620         2,229           Net (decrease) increase in cash and cash equivalents <td>Changes in operating asset and liability accounts:</td> <td></td> <td></td> <td></td> <td></td>	Changes in operating asset and liability accounts:					
Prepaid expenses and other current assets         (6,408)         712           Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         Variable of property, plant and equipment         (17,950)         (2,741)           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)            Change in other assets         (182)         (617)           Net cash used in investing activities         (37,295)         (11,906)           Cash flows from financing activities:             Proceeds from exercise of employee stock options         1,574         4,068           Net cash provided by financing activities         1,574         4,068           Effect of exchange rate changes on ca	Accounts receivable		(36,953)		3,010	
Accounts payable and accrued expenses         8,011         (4,810)           Deferred revenue         7,820         (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         (17,950)         (2,741)           Purchase of property, plant and equipment         (17,950)         (2,741)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)            Change in other assets         (182)         (617)           Net cash used in investing activities         (37,295)         (11,906)           Cash flows from financing activities:             Proceeds from exercise of employee stock options         1,574         4,068           Effect of exchange rate changes on cash and cash equivalents         2,620         2,229           Net (decrease) increase in cash and cash equivalents         (34,979)         16,078           Cash and cash equivalents at beginning of period	Inventory		(8,934)		6,235	
Deferred revenue         7,820 (567)           Net cash (used in) provided by operating activities         (1,878)         21,687           Cash flows from investing activities:         (17,950)         (2,741)           Purchase of property, plant and equipment         (25,283)         (40,533)           Purchase of marketable securities         (25,283)         (40,533)           Proceeds from the maturity of marketable securities         15,482         33,374           Change in restricted cash         253         (546)           Purchase of intangible assets         (1,615)         (843)           Purchase of minority investment         (8,000)            Change in other assets         (182)         (617)           Net cash used in investing activities         (37,295)         (11,906)           Cash flows from financing activities:             Proceeds from exercise of employee stock options         1,574         4,068           Net cash provided by financing activities         1,574         4,068           Effect of exchange rate changes on cash and cash equivalents         2,620         2,229           Net (decrease) increase in cash and cash equivalents         (34,979)         16,078           Cash and cash equivalents at beginning of period         87,594 <td>·</td> <td></td> <td>(6,408)</td> <td></td> <td>712</td>	·		(6,408)		712	
Net cash (used in) provided by operating activities (1,878) 21,687  Cash flows from investing activities:  Purchase of property, plant and equipment (17,950) (2,741)  Purchase of marketable securities (25,283) (40,533)  Proceeds from the maturity of marketable securities 15,482 33,374  Change in restricted cash 253 (546)  Purchase of intangible assets (1,615) (843)  Purchase of minority investment (8,000)  Change in other assets (182) (617)  Net cash used in investing activities (37,295) (11,906)  Cash flows from financing activities:  Proceeds from exercise of employee stock options 1,574 4,068  Net cash provided by financing activities  Effect of exchange rate changes on cash and cash equivalents 2,620 2,229  Net (decrease) increase in cash and cash equivalents (34,979) 16,078  Cash and cash equivalents at beginning of period 87,594 70,674	Accounts payable and accrued expenses		8,011		(4,810)	
Cash flows from investing activities:  Purchase of property, plant and equipment Purchase of marketable securities Purchase of marketable securities Proceeds from the maturity of marketable securities Purchase of intengible assets Purchase of intangible assets Purchase of minority investment Purchase of minority investment Purchase of minority investment Purchase of intengible assets Purchase of minority investment Purchase of intangible assets Purchase of intangibl	Deferred revenue	_	7,820	_	(567)	
Purchase of property, plant and equipment(17,950)(2,741)Purchase of marketable securities(25,283)(40,533)Proceeds from the maturity of marketable securities15,48233,374Change in restricted cash253(546)Purchase of intangible assets(1,615)(843)Purchase of minority investment(8,000)Change in other assets(182)(617)Net cash used in investing activities(37,295)(11,906)Cash flows from financing activities:1,5744,068Proceeds from exercise of employee stock options1,5744,068Net cash provided by financing activities1,5744,068Effect of exchange rate changes on cash and cash equivalents2,6202,229Net (decrease) increase in cash and cash equivalents(34,979)16,078Cash and cash equivalents at beginning of period87,59470,674	Net cash (used in) provided by operating activities	_	(1,878)	_	21,687	
Purchase of marketable securities (25,283) (40,533) Proceeds from the maturity of marketable securities 15,482 33,374 Change in restricted cash 253 (546) Purchase of intangible assets (1,615) (843) Purchase of minority investment (8,000) Change in other assets (182) (617) Net cash used in investing activities (37,295) (11,906)  Cash flows from financing activities: Proceeds from exercise of employee stock options Net cash provided by financing activities 1,574 4,068  Effect of exchange rate changes on cash and cash equivalents 2,620 2,229  Net (decrease) increase in cash and cash equivalents (34,979) 16,078  Cash and cash equivalents at beginning of period 87,594 70,674	Cash flows from investing activities:					
Proceeds from the maturity of marketable securities Change in restricted cash Change in restricted cash Purchase of intangible assets (1,615) Purchase of minority investment Change in other assets (182) (617) Net cash used in investing activities (11,906)  Cash flows from financing activities: Proceeds from exercise of employee stock options Net cash provided by financing activities  Effect of exchange rate changes on cash and cash equivalents Net (decrease) increase in cash and cash equivalents Cash and cash equivalents at beginning of period  15,482 33,374 (546) (843) (8,000) (8,000) (11,906) (11,906) (12,906) (13,006) (14,006) (15,006) (15,007) (1	Purchase of property, plant and equipment		(17,950)		(2,741)	
Change in restricted cash253(546)Purchase of intangible assets(1,615)(843)Purchase of minority investment(8,000)Change in other assets(182)(617)Net cash used in investing activities(37,295)(11,906)Cash flows from financing activities:1,5744,068Net cash provided by financing activities1,5744,068Effect of exchange rate changes on cash and cash equivalents2,6202,229Net (decrease) increase in cash and cash equivalents(34,979)16,078Cash and cash equivalents at beginning of period87,59470,674	Purchase of marketable securities		(25,283)		(40,533)	
Purchase of intangible assets Purchase of minority investment Repurchase of the same of the	•		15,482		33,374	
Purchase of minority investment (8,000) Change in other assets (182) (617)  Net cash used in investing activities (37,295) (11,906)  Cash flows from financing activities: Proceeds from exercise of employee stock options Net cash provided by financing activities  I,574 4,068  Effect of exchange rate changes on cash and cash equivalents 2,620 2,229  Net (decrease) increase in cash and cash equivalents (34,979) 16,078  Cash and cash equivalents at beginning of period 87,594 70,674			253		(546)	
Change in other assets(182)(617)Net cash used in investing activities(37,295)(11,906)Cash flows from financing activities:Proceeds from exercise of employee stock options1,5744,068Net cash provided by financing activities1,5744,068Effect of exchange rate changes on cash and cash equivalents2,6202,229Net (decrease) increase in cash and cash equivalents(34,979)16,078Cash and cash equivalents at beginning of period87,59470,674	_		(1,615)		(843)	
Net cash used in investing activities (37,295) (11,906)  Cash flows from financing activities:  Proceeds from exercise of employee stock options  Net cash provided by financing activities  Effect of exchange rate changes on cash and cash equivalents  Net (decrease) increase in cash and cash equivalents  Cash and cash equivalents at beginning of period  (37,295) (11,906)  1,574 4,068  2,620 2,229  Net (decrease) increase in cash and cash equivalents  (34,979) 16,078  70,674	· · · · · · · · · · · · · · · · · · ·					
Cash flows from financing activities:  Proceeds from exercise of employee stock options  Net cash provided by financing activities  Effect of exchange rate changes on cash and cash equivalents  Net (decrease) increase in cash and cash equivalents  Cash and cash equivalents at beginning of period  1,574  4,068  2,620  2,229  Net (decrease) increase in cash and cash equivalents  (34,979)  16,078  70,674		_	(182)	_	(617)	
Proceeds from exercise of employee stock options  Net cash provided by financing activities  Effect of exchange rate changes on cash and cash equivalents  Net (decrease) increase in cash and cash equivalents  Cash and cash equivalents at beginning of period  1,574  4,068  2,620  2,229  Net (decrease) increase in cash and cash equivalents  (34,979)  16,078  70,674	Net cash used in investing activities	_	(37,295)	_	(11,906)	
Net cash provided by financing activities1,5744,068Effect of exchange rate changes on cash and cash equivalents2,6202,229Net (decrease) increase in cash and cash equivalents(34,979)16,078Cash and cash equivalents at beginning of period87,59470,674	Cash flows from financing activities:					
Effect of exchange rate changes on cash and cash equivalents2,6202,229Net (decrease) increase in cash and cash equivalents(34,979)16,078Cash and cash equivalents at beginning of period87,59470,674	Proceeds from exercise of employee stock options	_	1,574	_	4,068	
Net (decrease) increase in cash and cash equivalents(34,979)16,078Cash and cash equivalents at beginning of period87,59470,674	Net cash provided by financing activities	_	1,574	_	4,068	
Cash and cash equivalents at beginning of period 87,594 70,674	Effect of exchange rate changes on cash and cash equivalents		2,620		2,229	
Cash and cash equivalents at beginning of period 87,594 70,674	Net (decrease) increase in cash and cash equivalents	_	(34,979)		16,078	
	Cash and cash equivalents at beginning of period		87,594		70,674	
	Cash and cash equivalents at end of period	\$	52,615	\$	86,752	

Reconciliation of GAAP Net Income to Non-GAAP Net Income (In thousands, except per share data)

Three months ended Six months ended September 30, September 30,

		2010 2009			_	2010	_	2009	
Net income	\$	9,988	\$	4,340	\$	19,157	\$	6,132	
Amortization of acquisition-related intangibles		374		460		762		905	
Restructuring and impairments		0		117		0		451	
Stock-based compensation		4,326		3,852		7,825		6,918	
Tax effects		(84)		(93)		(167)		(181)	
Non-GAAP net income	\$	14,604	\$	8,676	\$	27,577	\$	14,225	
Non-GAAP earnings per share	\$	0.32	\$	0.19	\$	0.60	\$	0.32	
Weighted average diluted shares outstanding	_	46,217	_	45,233	_	46,099		44,922	

## Reconciliation of Forecast GAAP Net Income to Non-GAAP Net Income for Fiscal Year 2010 (In millions, except per share data)

	Low			High
Net Income	\$	44.0	\$	46.5
Amortization of acquisition-related intangibles		1.6		1.6
Stock-based compensation		15.3		15.3
Tax effects	_	(0.4)	_	(0.4)
Non-GAAP net income	\$	60.5	\$	63.0
Non-GAAP net income per share	\$	1.30	\$	1.35
Diluted shares outstanding	_	46.7	_	46.7

Note: Non-GAAP net income (loss) is defined by the company as net income (loss) before amortization of acquisition-related intangibles, restructuring and impairments, stock-based compensation, other unusual charges and any tax effects related to these items. The company believes non-GAAP net income (loss) is an important measurement for management and investors given the effect that these non-cash or non-recurring charges have on the company's net income (loss). The company regards non-GAAP net income (loss) as a useful measure of operating performance and cash flow to complement operating income, net income (loss) and other GAAP financial performance measures.

Generally, a non-GAAP financial measure is a numerical measure of a company's performance, financial position or cash flow that either excludes or includes amounts that are not normally excluded or included in the most directly comparable measure calculated and presented in accordance with GAAP. The non-GAAP measures included in this release, however, should be considered in addition to, and not as a substitute for or superior to, operating income, cash flows, or other measures of financial performance prepared in accordance with GAAP. A reconciliation of non-GAAP to GAAP net income is set forth in the table above.

SOURCE: American Superconductor Corporation

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