SEC Form 3

FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0104

Estimated average burden hours per response: 0.5

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

		( )	he Investment Company Act of 1					
1. Name and Address of Reporting Person* <u>STANKIEWICZ CHARLES W</u>	2. Date of Event Requiring Stater (Month/Day/Year 03/01/2006	ment	3. Issuer Name <b>and</b> Ticker or Tra AMERICAN SUPERC		TOR CC	<u>rp /de/ [</u> A	MSC ]	
(Last) (First) (Middle) TWO TECHNOLOGY DRIVE			4. Relationship of Reporting Person(s) to Issuer (Check all applicable)         Director       10% Owner         X       Officer (give title       Other (specify		r (M cify 6.	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check		
	-		below)	below)	Ap	plicable Line)		
(Street) WESTBOROUGH MA 01581	_		SVP, AMSC Power	r Systems			y One Reporting Person y More than One erson	
(City) (State) (Zip)								
	Table I - Nor	n-Derivati	ve Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ( (Instr. 5)	t (D)   (Ins	ature of Indirect tr. 5)	Beneficial Ownership	
Common Stock			10,000	D				
Common Stock					I By 401(k) Plan			
Common Stock			<b>2,696</b> <sup>(1)</sup>	I	By	401(k) Plan		
Common Stock	Table II - C (e.g., puts, cal	Derivative Is, warrar	2,696 <sup>(1)</sup> Securities Beneficially hts, options, convertible	Owned	5	401(k) Plan		
Common Stock 1. Title of Derivative Security (Instr. 4)	Table II - E (e.g., puts, cal 2. Date Exerc Expiration Da (Month/Day/Y	Is, warrar	Securities Beneficially	Owned securities	S) 4. Conversio or Exercis	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	(e.g., puts, cal 2. Date Exercised Expiration Date	Is, warrar	Securities Beneficially nts, options, convertible 3. Title and Amount of Securi	Owned securities	S) 4. Conversio	5. Ownership	Beneficial Ownership	
	(e.g., puts, cal 2. Date Exerc Expiration Da (Month/Day/M	Is, warrar isable and ate (ear) Expiration	Securities Beneficially nts, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi	Covned e securities tities ty (Instr. 4) Amount or Number of	5) 4. Conversio or Exercis Price of Derivative	5. Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4)	(e.g., puts, cal 2. Date Exerc Expiration Da (Month/Day/Y Date Exercisable	Is, warrar isable and ate (ear) Expiration Date	Securities Beneficially hts, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi	Owned e securitie: ities ty (Instr. 4) Amount or Number of Shares	5) 4. Conversio or Exercis Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy)	(e.g., puts, cal 2. Date Exercise Expiration Day (Month/Day/V Date Exercisable 07/06/1999 <sup>(2)</sup>	Is, warrar cisable and ate (ear) Expiration Date 07/06/2008	Securities Beneficially nts, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock	Owned e securitie: ities ty (Instr. 4) Amount or Number of Shares 45,000	4. Conversio or Exercis Price of Derivative Security 12.063	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy) Stock Option (Right to Buy)	(e.g., puts, cal 2. Date Exerc Expiration Da (Month/Day/W Date Exercisable 07/06/1999 <sup>(2)</sup> 04/20/2000 <sup>(3)</sup>	Is, warrar isable and ate (ear) Expiration Date 07/06/2008 04/20/2009	Securities Beneficially ts, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock Common Stock	Owned       e securitie:       tites       ty (Instr. 4)       Amount       or       Number       of       Shares       45,000       26,000	4. Conversio or Exercis Price of Derivative Security 12.063 10.75	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy) Stock Option (Right to Buy) Stock Option (Right to Buy)	(e.g., puts, cal 2. Date Exercise (Month/Day/Y Date Exercisable 07/06/1999 <sup>(2)</sup> 04/20/2000 <sup>(3)</sup> 04/11/2001 <sup>(4)</sup>	Is, warrar isable and ate (ear) Expiration Date 07/06/2008 04/20/2009 04/11/2010	Securities Beneficially ts, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock Common Stock	Owned       e securitie:       ities       ty (Instr. 4)       Amount or Number of Shares       45,000       26,000       15,000	4. Conversio or Exercis Price of Derivative Security 12.063 10.75 25.625	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy) Stock Option (Right to Buy) Stock Option (Right to Buy) Stock Option (Right to Buy)	(e.g., puts, cal 2. Date Exercise (Month/Day/V Date Exercisable 07/06/1999 <sup>(2)</sup> 04/20/2000 <sup>(3)</sup> 04/11/2001 <sup>(4)</sup> 04/27/2002 <sup>(5)</sup>	Is, warrar isable and ate (ear) Expiration Date 07/06/2008 04/20/2009 04/11/2010 04/27/2011	Securities Beneficially ts, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock Common Stock Common Stock	Owned       e securities       ities       ty (Instr. 4)       Amount or Number of Shares       45,000       26,000       15,000       5,000	4. Conversio or Exercis Price of Derivative Security 12.063 10.75 25.625 15.19	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D D D	Beneficial Ownership	

Explanation of Responses:

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.

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.

## Charles W. Stankiewicz

\*\* Signature of Reporting Person

03/03/2006

Date

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

 $\star$  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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.