SEC	Form	4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPRO	VAL
OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

1. Name and Addr DOUGLAS (Last) 125 E. SIR FR	KEVIN (First)	Person* (Middle) E BLVD., STE 400	2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN SUPERCONDUCTOR CORP</u> / <u>DE/</u> [ AMSC ] 3. Date of Earliest Transaction (Month/Day/Year) 02/06/2013	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title X Other (specify below) 13(d)(3) group				
(Street) LARKSPUR (City)	CA (State)	94939 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person				

## 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)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/06/2013		Р		68,467	A	\$2.85	5,358,475 <sup>(8)(9)</sup>	<b>D</b> <sup>(1)(2)</sup>	
Common Stock	02/06/2013		Р		56,486	A	\$2.85	4,098,477	I <sup>(2)(3)</sup>	By James Douglas and Jean Douglas Irrevocable Descendants Trust
Common Stock	02/06/2013		Р		29,099	A	\$2.85	2,174,120	I <sup>(2)(4)</sup>	By Douglas Family Trust
Common Stock	02/06/2013		Р		17,117	A	\$2.85	1,294,297	<b>I</b> (2)(5)	By James E. Douglas III
Common Stock	02/07/2013		Р		28,149	Α	\$2.81	5,386,624 <sup>(8)(9)</sup>	<b>D</b> <sup>(1)(2)</sup>	
Common Stock	02/07/2013		Р		23,223	A	\$2.81	4,121,700	I(2)(3)	By James Douglas and Jean Douglas Irrevocable Descendants Trust
Common Stock	02/07/2013		Р		11,963	A	\$2.81	2,186,083	I <sup>(2)(4)</sup>	By Douglas Family Trust
Common Stock	02/07/2013		Р		7,037	A	\$2.81	1,301,334	I <sup>(2)(5)</sup>	By James E. Douglas III
Common Stock	02/08/2013		Р		17,848	A	\$2.82	5,404,472 <sup>(8)(9)</sup>	<b>D</b> <sup>(1)(2)</sup>	
Common Stock	02/08/2013		Р		14,725	A	\$2.82	4,136,425	I <sup>(2)(3)</sup>	By James Douglas and Jean Douglas Irrevocable Descendants Trust
Common Stock	02/08/2013		Р		7,585	Α	\$2.82	2,193,668	<b>I</b> (2)(4)	By Douglas Family Trust
Common Stock	02/08/2013		Р		4,462	A	\$2.82	1,305,796	I <sup>(2)(5)</sup>	By James E. Douglas III
Common Stock								0(8)	I <sup>(2)(6)</sup>	By KGD 2010 Annuity Trust I

1. The of Security Intell. 31   2. Provide Biology Intelling   2. Security Intelling   3.			Tab	e I - I	Non-Deriv	vative	e Se	curitie	s Ao	cquire	ed, Di	isposed o	of, or E	Benefici	ally Own	ed									
Common Nick     Total II - Derivative Securities, Acquired, Disposed of, or Barry III and Common Nick     Notestimation of the Securities Acquired, Disposed of, or Barry III and Common Nick     Notestimation of the National Acquired, Natinal Acquired, National Acquired, National Acquired, Nat	1. Title of	1. Title of Security (Instr. 3)			Date Ex (Month/Day/Year) if			Execution Date		Transa Code (	Transaction Disposed Of Code (Instr. 5)		Acquired (A) or (D) (Instr. 3, 4 and		Securities Beneficially Owned Following		Form: Direct (D) or Indirect		Indirect Beneficial Ownership						
Common Stock     Definition     Definion     Definition     Definit										Code	v	Amount	(A) or (D)	Price	Transactio	n(s) d 4)			···· -)						
(b):esc     (c):esc     <	Common	mon Stock												0 <sup>(9</sup>	))	<b>I</b> <sup>(2</sup>	2)(7) 20 Ar	10 muity							
1. The direct of Rescale Distribution of the second			Ta	able I													·								
I. Name and Address of Reporting Person'   DOLIGLAS KEVIN   (ast) (First) (Melle)   125 F. SIR FRANCIS DRAKE BLVD, STE 400   (Street) (Street)   LARKSPUR CA   (Ark SPUR) (Alidity)   125 E. SIR FRANCIS DRAKE BLVD, STE 400   (Street)   LARKSPUR CA   (Street)   LARKSPUR   (Ark SPUR)   (Ark SPUR)   (Ark SPUR)   (Ca)   (Street)   LARKSPUR   (CA   (Street)   LARKSPUR   (CA   (Street)   (Cast)   (First)   (Melle)   (22)   (Street)   (LARKSPUR)   (CA   (Street)   (LARKSPUR)   (CA)   (Street)   (LARKSPUR)   (CA)   (Street)   (Street) <t< td=""><td>Derivative Security</td><td>Conversion or Exercise Price of Derivative</td><td>Date</td><td>Execu if any</td><td>eemed ution Date,</td><td>4. Transa Code</td><td>actior</td><td colspan="2">5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4</td><td colspan="2">5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4</td><td colspan="2">6. Date Exercisable and Expiration Date</td><td>cisable and ate</td><td colspan="2">7. Title and Amount of Securities Underlying Derivative Security (Instr. 3</td><td colspan="2">7. Title and Amount of Securities Underlying Derivative Security (Instr. 3</td><td colspan="2">7. Title and Amount of Securities Underlying Derivative Security (Instr. 3</td><td>8. Price of Derivative Security</td><td>derivati Securit Benefic Owned Followi Reporte Transae</td><td>ive ies ially ng ed ction(s)</td><td>Ownership Form: Direct (D) or Indirect</td><td>of Indirect Beneficial Ownership</td></t<>	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execu if any	eemed ution Date,	4. Transa Code	actior	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		6. Date Exercisable and Expiration Date		cisable and ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3		8. Price of Derivative Security	derivati Securit Benefic Owned Followi Reporte Transae	ive ies ially ng ed ction(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
DOUGLAS KEVIN       (Last)     (First)     (Midde)       125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Breed)       LARKSPUR     CA     94939       (Giry)     (State)     (Zp)       1. Name and Address of Reporting Person*     Douglas Michelle       (Last)     (First)     (Midde)       125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)       (Breet)     (Zake)     (Zp)       1. Name and Address of Reporting Person*     (Midde)       DOUGLAS FAMILY TRUST     (Midde)       (City)     (State)     (Zp)       1. Name and Address of Reporting Person*     (Midde)       DOUGLAS FAMILY TRUST     (Midde)       (Last)     (First)     (Midde)       125 E. SIR FRANCIS DR AKE BLVD, STE 400     (Street)       1. Name and Address of Reporting Person*     (Midde)       125 E. SIR FRANCIS DR AKE BLVD, STE 400     (Street)       1. Name and Address of Reporting Person*     (Midde)       JAMES & JEAN DUGLAS IS RIFEVOCABLE     E       DESCENDANTS TRUST     (Midde)       (Last)     (First)     (Midde)  <						Code	v				cisable		Title	or Number of											
Landi     (Find)     (Middle)       125 F. SIR FRANCIS DRAKE BIVD, STE 400     (Sireaci)       LARKSPUR     CA     94939       (Obj)     (State)     (Zp)       1. Name and Address of Reporting Person <sup>1</sup> Douglas Michelle       (LarkSPUR     CA     94939       (Sireet)     (Middle)     125 E. SIR FRANCIS DRAKE BLVD, STE 400       (Sireet)     LARKSPUR     CA       LARKSPUR     CA     94939       (City)     (State)     (2p)       1. Name and Address of Reporting Person <sup>1</sup> DOUGLAS FAMILY TRUST       (Last)     (First)     (Middle)       125 E. SIR FRANCIS DRAKE BLVD, STE 400     (State)       (Street)     LARKSPUR     CA       LARKSPUR     CA     94939       (City)     (State)     (Zp)       1. Name and Address of Reporting Person <sup>1</sup> JAMES & EAN DOUGLAS IS IR FFVOCABLE       DESCENDANTS TRUST     (Last)     (Middle)       125 E. SIR FRANCIS DRAKE BLVD, STE 400     (Street)       (Street)     (Middle)       125 E. SIR FRANCIS DRAKE BLVD, STE 400     (Street) </td <td></td> <td></td> <td>1 0</td> <td></td> <td></td> <td>1</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>1</td> <td></td> <td></td> <td>8</td> <td></td> <td></td> <td></td> <td>1</td>			1 0			1						1			8				1						
125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)     LARKSPUR   CA     (cly)   (State)     (cly)   (First)     (Moddle)   125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)   (State)     LARKSPUR   CA     94939   (Cly)     (State)   (Zp)     1. Name and Address of Faporting Person*     DOUGLAS FAMILY TRUST     (Last)   (First)     (State)   (Zp)     (State)   (Zp)     (State)   (Zp)     (State)   (Zp)     (Last)   (First)     (State)   (Zp)     (State)   (Zp)     (State)   (Zp)     (Nor and Address of Faporting Person*     JAMES & JEAN DOUGLAS IRREVOCABLE     DESCENDANTS TRUST     (Last)   (First)     (Last)   (First)	<u>DOUG</u>	LAS KEV	<u>v 11N</u>				_																		
LARKSPUR     CA     94939       (Cly)     (State)     (Zp)       1. Name and Address of Reporting Person <sup>*</sup> Douglass Michelle       (last)     (First)     (Middle)       125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)       LARKSPUR     CA     94939       (clty)     (State)     (Zp)       1. Name and Address of Reporting Person <sup>*</sup> DOUGLAS FAMILY TRUST       (last)     (First)     (Middle)       125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)       (Last)     (First)     (Middle)       125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)       LARKSPUR     CA     94939       (clty)     (Stele)     (Zp)       1. Name and Address of Reporting Person <sup>*</sup> JAMES & JEAN DOUGLAS IRREVOCABLE       DESCENDANTS TRUST     (Middle)       125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)       LARKSPUR     CA     94939       (clty)     (State)     (Zp)       1. ARKSPUR     CA     94939       (clty)     (State)     (Zp)																									
I. Name and Address of Reporting Person <sup>®</sup> Douglas Michelle (Last) (First) (Middle) 125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street) LARKSPUR CA 94939 (City) (State) (Zip) 1. Name and Address of Reporting Person <sup>®</sup> DOUGLAS FAMILY TRUST (Last) (First) (Middle) 125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street) LARKSPUR CA 94939 (City) (State) (Zip) 1. Name and Address of Reporting Person <sup>®</sup> JAMES & JEAN DOUGLAS IRREVOCABLE DESCENDANTS TRUST (Last) (First) (Middle) 125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street) LARKSPUR CA 94939 (City) (State) (Zip) 1. Name and Address of Reporting Person <sup>®</sup> JAMES & JEAN DOUGLAS IRREVOCABLE DESCENDANTS TRUST (Last) (First) (Middle) 125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street) LARKSPUR CA 94939 (City) (State) (Zip)		PUR	СА	9	94939		_																		
Donglas Michelle     (Last)   (First)   (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)   LARKSPUR   CA     LARKSPUR   CA   94939     (City)   (State)   (Zip)     1. Name and Address of Reporting Person   DOUGLAS FAMILY TRUST     DOUGLAS FAMILY TRUST   (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)   LARKSPUR     LARKSPUR   CA     94939     (City)   (State)     (Zip)   (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)   LARKSPUR     LARKSPUR   CA     94939   (Zip)     1. Name and Address of Reporting Person     JAMES & JEAN DOUGLAS IRREVOCABLE     DESCENDANTS TRUST     (Last)   (First)   (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)   LARKSPUR   CA     LARKSPUR   CA   94939     (City)   (State)   (Zip)	(City)		(State)	(.	Zip)																				
125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)     LARKSPUR   CA     (City)   (State)     (Zip)     1. Name and Address of Reporting Person <sup>*</sup> DOUGLAS FAMILY TRUST     (Last)   (First)     (Ritret)     LARKSPUR   CA     94939     (City)   (State)     (Stret)     LARKSPUR   CA     94939     (City)   (State)     (City)   (State)     (Stret)   JAMES & JEAN DOUGLAS IRREVOCABLE     DESCENDANTS TRUST   (Middle)     (Last)   (First)     (Last)   (First)     (Last)   (First)     (Last)   (First)     (Street)   Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)   CA     LARKSPUR   CA     (Street)   CA     LARSPUR   CA     (State)   (Zip)																									
LARKSPUR CA 94939   (City) (State) (Zip)   1. Name and Address of Reporting Person DOUGLAS FAMILY TRUST   (Last) (First) (Middle)   125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street)   (Street) LARKSPUR CA   LARKSPUR CA 94939   (City) (State) (Zip)   1. Name and Address of Reporting Person JAMES & JEAN DOUGLAS IRREVOCABLE   DESCENDANTS TRUST (Middle)   125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street)   LARKSPUR CA 94939   (Last) (First) (Middle)   125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street)   LARKSPUR CA 94939   (City) (State) (Zip)		IR FRANC					_																		
1. Name and Address of Reporting Person* DOUGLAS FAMILY TRUST (Last) (First) (Middle) 125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street) LARKSPUR CA 94939 (City) (State) (Zip) 1. Name and Address of Reporting Person* JAMES & JEAN DOUGLAS IRREVOCABLE DESCENDANTS TRUST (Last) (First) (Middle) 125 E. SIR FRANCIS DRAKE BLVD., STE 400 (Street) LARKSPUR CA 94939 (City) (State) (Zip)	· /	PUR	СА	9	94939																				
DOUGLAS FAMILY TRUST     (Last)   (First)   (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)     LARKSPUR   CA   94939     (City)   (State)   (Zip)     1. Name and Address of Reporting Person <sup>*</sup> JAMES & JEAN DOUGLAS IRREVOCABLE     DESCENDANTS TRUST   (Middle)     (Last)   (First)   (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400   (Street)     LARKSPUR   CA   94939     (City)   (State)   (Zip)	(City)		(State)	(.	Zip)																				
125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)     LARKSPUR   CA     94939     (City)   (State)     (Zip)     1. Name and Address of Reporting Person*     JAMES & JEAN DOUGLAS IRREVOCABLE     DESCENDANTS TRUST     (Last)   (First)     (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400     (Street)     LARKSPUR   CA     94939     (City)   (State)     (Street)     LARKSPUR   CA     94939     (City)   (State)     (Zip)				_																					
LARKSPURCA94939(City)(State)(Zip)1. Name and Address of Reporting Person'JAMES & JEAN DOUGLAS IRREVOCABLEJAMES & JEAN DOUGLAS IRREVOCABLEDESCENDANTS TRUST(Last)(First)(Middle)125 E. SIR FRANCIS DRAKE BLVD., STE 400(Street)(Street)CA94939(City)(State)(Zip)							_																		
1. Name and Address of Reporting Person'     JAMES & JEAN DOUGLAS IRREVOCABLE     DESCENDANTS TRUST     (Last)   (First)     (Last)   (First)     (Street)     LARKSPUR   CA     (Street)     LARKSPUR   CA     (State)   (Zip)		PUR	СА	9	94939																				
JAMES & JEAN DOUGLAS IRREVOCABLE     DESCENDANTS TRUST     (Last)   (First)   (Middle)     125 E. SIR FRANCIS DRAKE BLVD., STE 400   (Middle)     (Street)   (Street)   (City)     (State)   (Zip)	(City)		(State)	(.	Zip)		_																		
125 E. SIR FRANCIS DRAKE BLVD., STE 400   (Street)   LARKSPUR CA   (City) (State)   (Zip)	JAMES	S & JEAN	I DOUGLAS	IRR	EVOCA	<u>BLE</u>																			
LARKSPURCA94939(City)(State)(Zip)																									
		PUR	СА	9	94939		_																		
1. Name and Address of Reporting Person*	(City)		(State)	(.	Zip)																				
	1. Name ar	nd Address of	Reporting Person <sup>*</sup>	_		_																			

DOUGLAS JAMES E III						
(Last)	(First)	(Middle)				
125 E. SIR FRA	NCIS DRAKE B	LVD., STE 400				
(Street)						
LARKSPUR	CA	94939				
(City)	(State)	(Zip)				

## Explanation of Responses:

1. These shares are held directly and jointly by Kevin Douglas and Michelle Douglas.

2. Each of the reporting persons hereunder (individually, a "Reporting Person" and collectively the "Reporting Persons") may be deemed a member of a "group" within the meaning of Section 13(d)(3) of the Securities and Exchange Act of 1934, as amended (the "Exchange Act") or Rule 13d-5 promulgated under the Exchange Act, with one or more of the other Reporting Persons. Although the Reporting Persons are reporting such securities as if they were members of a "group", the filing of this Form 4 shall not be deemed an admission by any Reporting Person that such Reporting Person is a beneficial owner of any securities other than those directly held by such Reporting Person.

3. These shares are held directly by the James Douglas and Jean Douglas Irrevocable Descendants' Trust and indirectly by Kevin Douglas and Michelle Douglas. Kevin Douglas and Michelle Douglas, husband and wife, are each a co-trustee of the James Douglas and Jean Douglas Irrevocable Descendants' Trust.

4. These shares are held directly by the Douglas Family Trust and indirectly by Kevin Douglas. James E. Douglas, Jr. and Jean A. Douglas, husband and wife, are each a co-trustee of the Douglas Family Trust. 5. These shares are held directly by James E. Douglas III and indirectly by Kevin Douglas.

6. These shares are held directly by the KGD 2010 Annuity Trust I, a grantor-retained annuity trust of which Kevin Douglas is the sole trustee, and indirectly by Kevin Douglas.

7. These shares are held directly by the MMD 2010 Annuity Trust I, a grantor-retained annuity trust of which Michelle Douglas is the sole trustee, and indirectly by Michelle Douglas and Kevin Douglas. 8. On December 27, 2010, the Reporting Person contributed 657,332 shares to the KGD 2010 Annuity Trust I, a grantor-retained annuity trust of which Kevin Douglas is the sole trustee. Upon successful

completion of the GRAT on February 21, 2012, these shares were distributed to the Reporting Person and are reported in this Form 4 as held directly and jointly by Kevin Douglas and Michelle Douglas. 9. On December 27, 2010, the Reporting Person contributed 657,332 shares to the MMD 2010 Annuity Trust I, a grantor-retained annuity trust of which Michelle Douglas is the sole trustee. Upon successful completion of the GRAT on February 21, 2012, these shares were distributed to the Reporting Person and are reported on this Form 4 as held directly and jointly by Kevin Douglas and Michelle Douglas.

in fact for Kevin Douglas	02/08/2013
<u>/s/ Eileen Wheatman, attorney</u> in fact for Michelle Douglas	02/08/2013
<u>/s/ Eileen Wheatman, attorney</u> <u>in fact for Douglas Family</u> <u>Trust</u>	<u>02/08/2013</u>
<u>/s/ Eileen Wheatman, attorney</u> <u>in fact for James Douglas and</u> <u>Jean Douglas Irrevocable</u> <u>Descendants? Trust</u>	<u>02/08/2013</u>
<u>/s/ Eileen Wheatman, attorney</u> in fact for James E. Douglas III	02/08/2013
** Signature of Reporting Person	Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (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.