

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>DOUGLAS KEVIN</u>  (Last) (First) (Middle) <u>125 E. SIR FRANCIS DRAKE BLVD., STE 400</u>  (Street) <u>LARKSPUR CA 94939</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN SUPERCONDUCTOR CORP /DE/ [ AMSC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/17/2011</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/17/2011		P		80,000	A	\$23.28	1,714,664	D <sup>(1)</sup>	
Common Stock	03/17/2011		P		66,000	A	\$23.28	2,176,930	I <sup>(2)(3)</sup>	By James Douglas and Jean Douglas Irrevocable Descendants' Trust
Common Stock	03/17/2011		P		34,000	A	\$23.28	1,184,232	I <sup>(2)(4)</sup>	By Douglas Family Trust
Common Stock	03/17/2011		P		20,000	A	\$23.28	712,010	I <sup>(2)(5)</sup>	By James E. Douglas III
Common Stock	03/21/2011		P		71,200	A	\$23.57	1,785,864	D <sup>(1)</sup>	
Common Stock	03/21/2010		P		58,740	A	\$23.57	2,235,670	I <sup>(2)(3)</sup>	By James Douglas and Jean Douglas Irrevocable Descendants' Trust
Common Stock	03/21/2011		P		30,260	A	\$23.57	1,214,492	I <sup>(3)(4)</sup>	By Douglas Family Trust
Common Stock	03/21/2011		P		17,800	A	\$23.57	729,810	I <sup>(2)(5)</sup>	By James E. Douglas III

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>DOUGLAS KEVIN</u>  (Last) (First) (Middle) <u>125 E. SIR FRANCIS DRAKE BLVD., STE 400</u>
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(Street)  
LARKSPUR CA 94939

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Douglas Michelle

(Last) (First) (Middle)  
125 E. SIR FRANCIS DRAKE BLVD., STE 400

(Street)  
LARKSPUR CA 94939

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(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)  
LARKSPUR CA 94939

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(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

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*

DOUGLAS JAMES E III

(Last) (First) (Middle)  
125 E. SIR FRANCIS DRAKE BLVD., STE 400

(Street)  
LARKSPUR CA 94939

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(City) (State) (Zip)

**Explanation of Responses:**

1. These shares are held directly and jointly by Kevin Douglas and Michelle Douglas, husband and wife.
2. The reporting persons are filing this Form 4 jointly, but not as members of a group, and each expressly disclaims membership in a group. The filing of this Form 4 should not be construed as an admission that any reporting person is, and each such person disclaims that that such person is, the beneficial owner, as defined in Rule 13d-3 under the Securities Exchange Act of 1934, as amended, of any of the securities covered by this Form 4, except for securities that such person holds directly.
3. These shares are held directly by the James Douglas and Jean Douglas Irrevocable Descendants' Trust and indirectly by Kevin Douglas and Michelle Douglas as co-trustees 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, as co-trustees of the Douglas Family Trust.
5. These shares are held directly by James E. Douglas III and indirectly by Kevin Douglas.

**Remarks:**

/s/ Eileen Davis-Wheatman,  
attorney in fact for Kevin 03/21/2011  
Douglas

/s/ Eileen Davis-Wheatman,  
attorney in fact for Michelle 03/21/2011  
Douglas

/s/ Eileen Davis-Wheatman,  
attorney in fact for Douglas 03/21/2011  
Family Trust

/s/ Eileen Davis-Wheatman, 03/21/2011  
attorney in fact for James

Douglas and Jean Douglas  
Irrevocable Descendants' Trust

/s/ Eileen Davis-Wheatman,  
attorney in fact for James E. Douglas III

03/21/2011

\*\* 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.**