

Douglas Michelle  
 Form 3  
 December 21, 2010

**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Douglas Michelle</p> <p>(Last) (First) (Middle)</p> <p>125 E SIR FRANCIS DRAKE BLVD,Â STE 400</p> <p>(Street)</p> <p>LARKSPUR,Â CAÂ 94939</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/04/2010</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AMERICAN SUPERCONDUCTOR CORP /DE/ [AMSC]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other                  (give title below) (specify below)                  13(d)(3) Group</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	2,509,328	D <sup>(1)</sup> <sup>(2)</sup>	Â By James Douglas and Jean Douglas Irrevocable Descendants? Trust
Common Stock	1,747,930	I <sup>(2)</sup> <sup>(3)</sup>	

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)**

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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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Long call position (right to buy)	02/02/2009	01/22/2011	Common stock	120,000	\$ 45	D <u>(1)</u> <u>(2)</u>	Â
Long call position (right to buy)	02/02/2009	01/22/2011	Common stock	99,000	\$ 45	I	See footnotes <u>(2)</u> <u>(3)</u>
Long call position (right to buy)	02/25/2010	01/22/2012	Common stock	400,000	\$ 60	D <u>(1)</u> <u>(2)</u>	Â
Long call position (right to buy)	02/25/2010	01/22/2012	Common stock	330,000	\$ 60	I	See footnotes <u>(2)</u> <u>(3)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Douglas Michelle 125 E SIR FRANCIS DRAKE BLVD STE 400 LARKSPUR, CA 94939	Â	Â X	Â	13(d)(3) Group

## Signatures

/s/ Eileen Davis-Wheatman, Attorney-in-fact for Michelle Douglas 12/20/2010

\*\*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) These securities are held directly and jointly by Kevin Douglas and Michelle Douglas. Beneficial ownership of these securities by Kevin Douglas was previously reported for Section 16 purposes.
 

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.
- (2)
 

These securities are held directly by the James Douglas and Jean Douglas Irrevocable Descendants' Trust and indirectly by 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. Kevin Douglas's beneficial ownership in these securities have been previously reported for Section 16 purposes.
- (3)

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

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