Poor Timothy D. Form 4 January 03, 2013

### FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

**OMB APPROVAL** 

Washington, D.C. 20549

**SECURITIES** 

3235-0287 Number:

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Poor Timothy D.

(First)

(Middle)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

(Check all applicable)

AMERICAN SUPERCONDUCTOR

CORP /DE/ [AMSC]

Director 10% Owner

EVP, Windtec Solutions

3. Date of Earliest Transaction

(Month/Day/Year) 12/31/2012

X\_ Officer (give title Other (specify below)

C/O AMERICAN **SUPERCONDUCTOR** CORPORATION, 64 JACKSON **ROAD** 

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Issuer

**DEVENS, MA 01434** 

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed

any

(Month/Day/Year)

12/31/2012

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Execution Date, if Code (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

(Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership

(Month/Day/Year) (Instr. 8)

Code Amount

56,666

(A) or Price (D)

\$0

Transaction(s) (Instr. 3 and 4)

Reported

196,705 D

D

Common 12/31/2012 Stock

152,000 D (2)

(1)

D

D \$0 44,705 (3)

By 401(k)

(Instr. 4)

Common Stock

Security

(Instr. 3)

Common

Stock

3,434 (4)

D

Ι Plan

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

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SEC 1474 (9-02)

number.

#### 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)	4. Transaction Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D)	3	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Poor Timothy D. C/O AMERICAN SUPERCONDUCTOR CORPORATION 64 JACKSON ROAD DEVENS, MA 01434

EVP, Windtec Solutions

### **Signatures**

/s/ David A. Henry, Attorney-in-Fact

01/03/2013

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- 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).
- (1) Represents unvested time-based stock awards forfeited upon Mr. Poor's separation from the company on December 31, 2012.
- Represents unvested performance based restricted stock award forfeited upon Mr. Poor's separation from the company on December 31, **(2)** 2012.
- (3) Following all the transactions reported on this Form 4, the reporting person holds 44,705 shares directly.
- Following all the transactions reported on this Form 4, the reporting person holds 3,434 shares indirectly through the company's 401(k) plan as of December 31, 2012.

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

Reporting Owners 2

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