

AMERICAN SUPERCONDUCTOR CORP /DE/  
Form 8-K  
October 29, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): October 26, 2007**

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**American Superconductor Corporation**

(Exact Name of Registrant as Specified in Charter)

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**Delaware**  
(State or Other Jurisdiction)

**000-19672**  
(Commission File Number)

**04-2959321**  
(IRS Employer)

of Incorporation)

Identification No.)

**Two Technology Drive, Westborough, MA**  
(Address of Principal Executive Offices)

**01581**  
(Zip Code)

**Registrant's telephone number, including area code: (508) 836-4200**

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.03. Amendment to Articles of Incorporation or By-laws; Change in Fiscal Year**

On October 26, 2007, the Board of Directors of American Superconductor Corporation (the Corporation ) amended Article IV of the Corporation s By-laws. The amendment to Article IV of the Corporation s By-laws permits the issuance of uncertificated shares through a direct registration system. This amendment is in response to rules of the NASDAQ Stock Market requiring all traded stock to be eligible for direct share registration. A copy of the Corporation s Amended and Restated By-laws, as amended, reflecting the amendments to Article IV is attached to this Current Report as Exhibit 3.1.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

See Exhibit Index attached hereto, which is incorporated herein by reference.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN SUPERCONDUCTOR CORPORATION

Date: October 29, 2007

By: /s/ David A. Henry  
David A. Henry

*Senior Vice President and Chief Financial Officer*

Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
3.1	Amended and Restated By-laws, as amended.