

AMERICAN SUPERCONDUCTOR CORP /DE/  
Form 8-K  
January 30, 2008

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

**FORM 8-K**

**CURRENT REPORT**

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

**Date of report (Date of earliest event reported): January 24, 2008**

**American Superconductor Corporation**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
  
of Incorporation)

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

**04-2959321**  
(IRS Employer  
  
Identification No.)

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**64 Jackson Road, Devens, MA**  
(Address of Principal Executive Offices)

**01434**  
(Zip Code)

**Registrant's telephone number, including area code: (978) 842-3265**

**Two Technology Drive**

**Westborough, MA 01581**

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

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))

**Item 5.03. Amendment to Articles of Incorporation or By-laws; Change in Fiscal Year**

Effective January 24, 2008, the Board of Directors of American Superconductor Corporation (the Corporation ) amended the Corporation s By-laws (the By-laws ) by adding new Sections 1.10 and 1.11. These new sections require the Corporation s stockholders to provide advanced notice of director nominations and of other business to be considered at the Corporation s annual meeting and special meetings. The foregoing description of the amendments to the By-laws is qualified in its entirety by reference to the full text of the Corporation s By-laws, as so amended, filed as Exhibit 3.1 to this Current Report on Form 8-K.

**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: January 30, 2008

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.