AeroVironment Inc Form 4 August 02, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Wright Stephen C

2. Issuer Name and Ticker or Trading Symbol

AeroVironment Inc [AVAV]

(Last) (First) (Middle) 3. Date of Earliest Transaction

C/O AEROVIRONMENT, INC., 181 08/01/2007 W. HUNTINGTON DRIVE, SUITE 202

(Street)

(Month/Day/Year)

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Director 10% Owner Other (specify _X__ Officer (give title below)

VP of Finance, CFO, Secretary

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

MONROVIA, CA 91016

| (City) | (State) | (Zip) Tabl | e I - Non-D | Derivative | Secur | ities Acq | uired, Disposed o | f, or Beneficial | ly 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 ion(A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | ount of 6. Ownership Form: Direct cially (D) or Indirect (I) (Instr. 4) | | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock | 08/01/2007 | | S <u>(1)</u> | 100 | D | \$ 18.37 | 4,847 | D | | |
| Common Stock | 08/01/2007 | | S <u>(1)</u> | 200 | D | \$ 18.38 | 4,647 | D | | |
| Common Stock | 08/01/2007 | | S <u>(1)</u> | 182 | D | \$ 18.39 | 4,465 | D | | |
| Common Stock | 08/01/2007 | | S <u>(1)</u> | 200 | D | \$ 18.4 | 4,265 | D | | |
| Common Stock | 08/01/2007 | | S <u>(1)</u> | 400 | D | \$ 18.41 | 3,865 | D | | |

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| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.42 | 3,765 | D |
|-----------------|------------|--------------|-----|---|-------------|-------|---|
| Common Stock | 08/01/2007 | S <u>(1)</u> | 300 | D | \$ 18.44 | 3,465 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 300 | D | \$ 18.45 | 3,165 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 300 | D | \$ 18.46 | 2,865 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 286 | D | \$ 18.47 | 2,579 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 200 | D | \$ 18.48 | 2,379 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 200 | D | \$ 18.5 | 2,179 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.56 | 2,079 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 400 | D | \$ 18.58 | 1,679 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 200 | D | \$ 18.59 | 1,479 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.61 | 1,379 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.63 | 1,279 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 42 | D | \$ 18.67 | 1,237 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.71 | 1,137 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.74 | 1,037 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.75 | 937 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.79 | 837 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 200 | D | \$ 18.8 | 637 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 18.88 | 537 | D |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 216 | D | \$ 19.13 | 321 | D |
| | 08/01/2007 | S(1) | 100 | D | | 221 | D |

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| Common Stock | | | | | \$ 19.15 | | | |
|-----------------|------------|--------------|-----|---|-------------|-----|---|------------------|
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 19.25 | 121 | D | |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 21 | D | \$ 19.5 | 100 | D | |
| Common Stock | 08/01/2007 | S <u>(1)</u> | 100 | D | \$ 19.57 | 0 | D | |
| Common Stock | | | | | | 1 | I | See footnote (2) |

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

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 control number.

SEC 1474 (9-02)

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. Transactio Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Titl Amou Under Secur (Instr. | int of lying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|--------------------------------------|--|---|---------------------|--------------------|--|--|--|---|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Wright Stephen C C/O AEROVIRONMENT, INC. 181 W. HUNTINGTON DRIVE, SUITE 202 MONROVIA, CA 91016

VP of Finance, CFO, Secretary

Reporting Owners 3

Signatures

/s/ Marco Quihuis, Attorney-in-fact

08/02/2007

**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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Stephen C. Wright on March 27, 2007.
- (2) Held by the Stephen Wright and Jean O'Connell Living Trust Dated October 22, 2004 of which Mr. Wright is one of the trustees. Mr. Wright disclaims beneficial ownership of any securities in which he doesn't have a pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 4