AeroVironment Inc Form 4 July 26, 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

5. Relationship of Reporting Person(s) to Issuer

AeroVironment Inc [AVAV]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director

10% Owner

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

C/O AEROVIRONMENT, INC., 181 07/25/2007

Other (specify _X__ Officer (give title _ below)

6. Individual or Joint/Group Filing(Check

VP of Finance, CFO, Secretary

W. HUNTINGTON DRIVE, SUITE

(Street)

202

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

Applicable Line)

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

MONROVIA, CA 91016

(City)	(State) ((Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	07/25/2007		S(1)	100	D	\$ 20.82	9,800	D	
Common Stock	07/25/2007		S(1)	300	D	\$ 20.83	9,500	D	
Common Stock	07/25/2007		S(1)	800	D	\$ 20.84	8,700	D	
Common Stock	07/25/2007		S(1)	1,000	D	\$ 20.85	7,700	D	
Common Stock	07/25/2007		S(1)	1,800	D	\$ 20.86	5,900	D	

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Common Stock	07/25/2007	S <u>(1)</u>	1,100	D	\$ 20.87	4,800	D	
Common Stock	07/25/2007	S(1)	700	D	\$ 20.88	4,100	D	
Common Stock	07/25/2007	S <u>(1)</u>	400	D	\$ 20.89	3,700	D	
Common Stock	07/25/2007	S <u>(1)</u>	1,100	D	\$ 20.9	2,600	D	
Common Stock	07/25/2007	S <u>(1)</u>	500	D	\$ 20.91	2,100	D	
Common Stock	07/25/2007	S <u>(1)</u>	400	D	\$ 20.92	1,700	D	
Common Stock	07/25/2007	S <u>(1)</u>	100	D	\$ 20.93	1,600	D	
Common Stock	07/25/2007	S(1)	600	D	\$ 20.94	1,000	D	
Common Stock	07/25/2007	S <u>(1)</u>	700	D	\$ 20.95	300	D	
Common Stock	07/25/2007	S <u>(1)</u>	300	D	\$ 20.96	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.

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	Expiration Date		Derivative	Deriv
Security	or Exercise	•	any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	ve`	,	Securities	(Instr. 5)	Bene
(,	Derivative Securities						(Instr. 3 and 4	` /	Own	
	Security				Acquired					Follo
					(A) or					Repo
					Disposed	[Trans
					of (D)					(Instr
					(Instr. 3,					(======
					4, and 5)					
					., and 0)					
				Code V	(A) (D)	Date	Expiration	Title Amou	nt	
						Exercisable	Date	or		
								Numbe	er	

of Shares

Reporting Owners

Reporting Owner Name / Address Relationships

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

Signatures

/s/ Marco Quihuis, Attorney-in-fact 07/26/2007

**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 sales 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.

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