

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Wright Stephen C</u>  (Last) (First) (Middle) C/O AEROVIRONMENT, INC. 181 W. HUNTINGTON DRIVE, SUITE 202  (Street) MONROVIA CA 91016  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AeroVironment Inc [ AVAV ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP of Finance, CFO, Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/26/2007</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	07/26/2007		M <sup>(1)</sup>		15,000	A	\$0.637	15,000	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		200	D	\$20.41	14,800	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		100	D	\$20.42	14,700	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		100	D	\$20.48	14,600	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		1,300	D	\$20.5	13,300	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		400	D	\$20.51	12,900	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		300	D	\$20.52	12,600	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		300	D	\$20.53	12,300	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		168	D	\$20.54	12,132	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		600	D	\$20.55	11,532	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		150	D	\$20.56	11,382	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		200	D	\$20.57	11,182	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		350	D	\$20.58	10,832	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		710	D	\$20.59	10,122	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		400	D	\$20.6	9,722	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		300	D	\$20.61	9,422	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		100	D	\$20.62	9,322	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		1,380	D	\$20.63	7,942	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		770	D	\$20.64	7,172	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		1,800	D	\$20.65	5,372	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		1,450	D	\$20.66	3,922	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		1,371	D	\$20.67	2,551	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		429	D	\$20.68	2,122	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		400	D	\$20.69	1,722	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		421	D	\$20.7	1,301	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		200	D	\$20.71	1,101	D	

**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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	07/26/2007		S <sup>(1)</sup>		400	D	\$20.72	701	D	
Common Stock	07/26/2007		S <sup>(1)</sup>		400	D	\$20.74	301	D	
Common Stock								1	I	See footnote <sup>(3)</sup>

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (Right to Purchase)	\$0.637	07/26/2007		M <sup>(1)</sup>			15,000	(2)	10/15/2012	Common Stock	15,000	\$0	85,200	D	

**Explanation of Responses:**

- 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.
- The option vests in five equal annual installments beginning one year from October 15, 2002.
- 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.

**Remarks:**

/s/ Marco Quihuis, Attorney-in-fact      07/30/2007

\*\* Signature of Reporting Person      Date

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

\* 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).

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

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 Number.