

ALLIED MOTION TECHNOLOGIES INC  
 Form 4  
 April 03, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Prince Eugene E

2. Issuer Name and Ticker or Trading Symbol  
 ALLIED MOTION TECHNOLOGIES INC [AMOT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/31/2006

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

C/O ALLIED MOTION TECHNOLOGIES INC., 23 INVERNESS WAY EAST, STE. 150

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

ENGLEWOOD, CO 80112

(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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |                                   |
| Common Stock                    | 03/31/2006                           |  | A                              | 1,000 A (1)   | 680,084 (2)   | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 88,800  | I  | By Family Trusts (3)              |

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

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**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 3) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |
| Options (Right to Buy)                     | \$ 2.8125  |                                      |  |                                |   | <u>(4)</u>   | 08/14/2006  | Common Stock                               | 67,500                     |
| Options (Right to Buy)                     | \$ 4.83  |                                      |  |                                |   | <u>(4)</u>   | 10/25/2010  | Common Stock                               | 15,000                     |
| Options (Right to Buy)                     | \$ 3.2   |                                      |  |                                |   | <u>(4)</u>   | 08/15/2011  | Common Stock                               | 5,000                      |
| Options (Right to Buy)                     | \$ 1.77  |                                      |  |                                |   | <u>(4)</u>   | 02/12/2010  | Common Stock                               | 5,000                      |
| Options (Right to Buy)                     | \$ 4.27  |                                      |  |                                |   | <u>(4)</u>   | 04/20/2011  | Common Stock                               | 6,000                      |
| Options (Right to Buy)                     | \$ 6.36  |                                      |  |                                |   | <u>(4)</u>   | 07/20/2011  | Common Stock                               | 4,000                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Prince Eugene E<br>C/O ALLIED MOTION TECHNOLOGIES INC.<br>23 INVERNESS WAY EAST, STE. 150<br>ENGLEWOOD, CO 80112 | X             |           |         |       |

## Signatures

Susan M. Chiarmonte, Attorney-in-Fact for Eugene E.  
Prince

04/03/2006

\_\_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) Grant of restricted shares pursuant to the Company's Year 2000 Stock Incentive Plan. These restricted shares vest one-third on March 31, 2007, one-third on March 31, 2008 and one-third on March 31, 2009.
- (2) Includes an additional 1,250 shares of restricted stock granted under the Company's Year 2000 Stock Incentive Plan that have not yet vested.
- (3) The Reporting Person's spouse is the trustee of trusts for the benefit of the Reporting Person's children. The Reporting Person disclaims beneficial ownership of these shares.
- (4) All of the options are currently exercisable.

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

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