

ALLIED MOTION TECHNOLOGIES INC
Form 4
August 12, 2005

FORM 4

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

OMB APPROVAL

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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 EUEGENE 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)
08/11/2005

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

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 Indirect Ownership (Instr. 4)
Common Stock	08/11/2005		M	V A	12,000 \$ 1.875	679,084 ⁽³⁾	D
Common Stock					88,800	I	By Family Trust ⁽¹⁾

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

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SEC 1474 (9-02)

number.

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)	Amount or Number of Shares
Options (Right to Buy)	\$ 1.875	08/11/2005		M	12,000	08/13/1999 ⁽²⁾ 08/13/2005	Common Stock	12,000
Options (Right to Buy)	\$ 4.83					10/26/2001 ⁽²⁾ 10/26/2010	Common Stock	15,000
Options (Right to Buy)	\$ 3.2					08/16/2002 ⁽²⁾ 08/16/2011	Common Stock	5,000
Options (Right to Buy)	\$ 1.77					02/13/2004 ⁽²⁾ 02/13/2010	Common Stock	5,000
Options (Right to Buy)	\$ 4.27					12/31/2004 04/21/2011	Common Stock	6,000
Options (Right to Buy)	\$ 6.36					12/31/2004 07/21/2011	Common Stock	4,000
Options (Right to Buy)	\$ 2.8125					08/15/1997 ⁽²⁾ 08/15/2006	Common Stock	67,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PRINCE EUEGENE E
ALLIED MOTION TECHNOLOGIES INC.
23 INVERNESS WAY EAST, STE. 150
ENGLEWOOD, CO 80112

X

Signatures

By: Susan M. Chiarmonite, Attorney-in-Fact for Eugene E.
Prince

08/12/2005

__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 Reporting Person's spouse is the trustee of this trust for the benefit of the Reporting Person's children. The Reporting Person disclaims beneficial ownership of these shares.
- (2) Exercisable 1/3 on the first anniversary of the date of grant, 1/3 on the second anniversary of the date of grant and 1/3 on the third anniversary of the date of grant.
- (3) Includes 1,250 shares of restricted stock granted under the Company's Year 2000 Stock Incentive Plan.

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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