

ALLIED MOTION TECHNOLOGIES INC  
 Form 4  
 March 15, 2010

**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 \*  
**WARZALA RICHARD S**

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)  
 03/11/2010

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

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 (A) or (D) Price   |   |  |                                   |
| Common Stock                    | 02/17/2010                           |  | G                              | V 19,600 A 11 57,754  | I   | By Children  |                                   |
| Common Stock                    | 02/17/2010                           |  | G                              | V 19,600 D 11 631,550   | D   |  |                                   |
| Common Stock                    | 03/11/2010                           |  | A                              | 14,040 A 12 645,590   | D   |  |                                   |
| Common Stock                    | 03/11/2010                           |  | A                              | 21,060 A 13 666,650   | D   |  |                                   |

|                 |       |   |                  |
|-----------------|-------|---|------------------|
| Common<br>Stock | 8,736 | I | By ESOP<br>Trust |
|-----------------|-------|---|------------------|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price<br>Deriva<br>Securit<br>(Instr. 3) |                                     |
|---|--|---|---|--------------------------------------|--|--|---|---|-------------------------------------|
|   |  |   |   |                                      |  | Date<br>Exercisable  | Expiration<br>Date  | Title                                       | Amount<br>or<br>Number<br>of Shares |
|   |  |   |   |                                      |  | Code   | V   | (A)   | (D)                                 |
| Options<br>(Right to<br>Buy)                        | \$ 4.27  |   |   |                                      |  | (4)  | 04/20/2011  | Common<br>Stock                             | 60,000                              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| WARZALA RICHARD S<br>ALLIED MOTION TECHNOLOGIES INC.<br>23 INVERNESS WAY EAST, STE. 150<br>ENGLEWOOD, CO 80112 | X             |           | Chief<br>Executive<br>Officer |       |

## Signatures

|   |            |
|---|------------|
| Susan M. Chiarmonte, Attorney-in-Fact for Richard S.<br>Warzala | 03/15/2010 |
| **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) Bona fide gift of securities.

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- (2) Grant of restricted shares pursuant to the Company's Year 2000 Stock Incentive Plan, as amended. These restricted shares vest one-third each on March 31, 2011, 2012 and 2013

- Grant of restricted shares pursuant to the Company's Year 2000 Stock Incentive Plan, as amended. These restricted shares will vest, in
- (3) whole or in part, upon the satisfaction of certain annual and cumulative performance goals established by the Compensation Committee with respect to the three-year period ending December 31, 2013.

- (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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