

ALLIED MOTION TECHNOLOGIES INC
 Form 4
 May 14, 2010

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 *
 SMITH RICHARD D /CO/

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)
 ALLIED MOTION TECHNOLOGIES INC., 23 INVERNESS WAY EAST, STE. 150

3. Date of Earliest Transaction (Month/Day/Year)
 05/13/2010

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

(Street)
 ENGLEWOOD, CO 80112

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

(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	05/13/2010		A	7,020 A (1)	106,881	D	
Common Stock	05/13/2010		A	10,530 A (2)	117,411	D	
Common Stock					360,488	I	By Family Trust
Common Stock					900	I	By Spouse's

Common Stock				12,791	I	IRA By ESOP Trust
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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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Options - Right to Buy	\$ 4.83					<u>(3)</u> 10/25/2010	Common Stock	69,300	
Options - Right to Buy	\$ 3.2					<u>(3)</u> 08/15/2011	Common Stock	58,750	
Options - Right to Buy	\$ 4.27					<u>(3)</u> 04/20/2011	Common Stock	60,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH RICHARD D /CO/ ALLIED MOTION TECHNOLOGIES INC. 23 INVERNESS WAY EAST, STE. 150 ENGLEWOOD, CO 80112	X		Chairman and CFO	

Signatures

Susan M. Chiarmonte, attorney-in fact for Richard D.
Smith

05/14/2010

__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) Grant of restricted shares pursuant to the Company's 2007 Stock Incentive Plan, as amended. These restricted shares vest one-third each on March 31, 2011, 2012 and 2013
- (2) Grant of restricted shares pursuant to the Company's 2007 Stock Incentive Plan, as amended. These restricted shares will vest, in 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.
- (3) 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. 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.