

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>Prince Eugene E</u> (Last) (First) (Middle) <u>C/O ALLIED MOTION TECHNOLOGIES INC.</u> <u>23 INVERNESS WAY EAST, STE. 150</u> (Street) <u>ENGLEWOOD CO</u> <u>80112</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALLIED MOTION TECHNOLOGIES INC</u> [<u>AMOT</u>]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/11/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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	08/11/2006		S		10,000	D	\$5	670,084 ⁽¹⁾	D	
Common Stock	08/14/2006		M		67,500	A	\$2.8125	737,584 ⁽¹⁾	D	
Common Stock	08/14/2006		F		39,469 ⁽²⁾	D	\$4.81	698,115 ⁽¹⁾	D	
Common Stock								88,800	I	By Family Trusts ⁽³⁾

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
Options (Right to Buy)	\$2.8125	08/14/2006		M			67,500	(4)	08/14/2006	Common Stock	67,500	\$0	0	D	
Options (Right to Buy)	\$4.83							(4)	10/25/2010	Common Stock	15,000		15,000	D	
Options (Right to Buy)	\$3.2							(4)	08/15/2011	Common Stock	5,000		5,000	D	
Options (Right to Buy)	\$1.77							(4)	02/12/2010	Common Stock	5,000		5,000	D	
Options (Right to Buy)	\$4.27							(4)	04/20/2011	Common Stock	6,000		6,000	D	
Options (Right to Buy)	\$6.36							(4)	07/20/2011	Common Stock	4,000		4,000	D	

Explanation of Responses:

- Includes 1,833 shares of restricted stock granted under the Company's Year 2000 Stock Incentive Plan that have not yet vested.
- The Reporting Person tendered these shares to the Company in satisfaction of the exercise price of certain stock options as permitted under the terms of the applicable award agreement.
- 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.
- All of the options are currently exercisable.

Remarks:

Susan M. Chiarmonte,
attorney-in-fact for Eugene E. Prince 08/15/2006

** Signature of Reporting Person Date

* 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.