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July 28, 2006

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**CERTIFIED MAIL –
RETURN RECEIPT REQUESTED**

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

Ladies and Gentlemen:

Allied Motion Technologies Inc. (the "Employer") has adopted a Deferred Compensation Plan. The Employer does not admit for any purpose that this Plan constitutes an employee pension benefit plan for purposes of ERISA. Nevertheless, if the contract were to be construed as an employee pension benefit plan for purposes of ERISA, the plan would be an unfunded plan maintained for the purpose of providing deferred compensation for a select group of management or highly compensated employees, within the meaning of Section 2520.104-23(d) of the Department of Labor regulations.

The Employer is filing this statement as a protective measure, to avail itself of the alternative method of compliance described in regulation section 2520.104-23, should the contract be construed as a "plan" for purposes of ERISA. Therefore, without admitting that the contract described below is a plan for purposes of ERISA, the Employer refers to it as a plan for purposes of the protective filing of this statement pursuant to regulation section 2520.104-23:


Employer: Allied Motion Technologies Inc.
Employer Identification Number: 84-0518115

The Employer maintains an unfunded plan for the purpose of providing deferred compensation for a select group of highly compensated and/or management employees. The plan currently covers two (2) such employees, and was adopted on April 27, 2006. The plan is known as the Allied Motion Technologies Inc. Deferred Compensation Plan.

The Employer maintains no other plans described in Section 2520.104-23(d) of the Department of Labor regulations.

Very truly yours,

ALLIED MOTION TECHNOLOGIES INC.

By: 
Susan M. Chiarmonte
Secretary and Treasurer

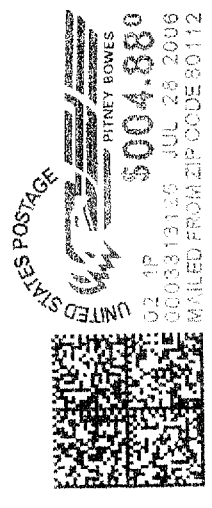
Allied Motion Technologies Inc.
23 Inverness Way East, Ste. 150
Englewood, CO 80112
Ph: 303-799-8520
Fax: 303-799-8521
www.alliedmotion.com

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Allied Motion

23 Inverness Way East, Suite 150
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