

ALLIED MOTION TECHNOLOGIES INC
Form SC 13D/A
April 08, 2015

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

Allied Motion Technologies Inc.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

419011101 (CUSIP Number)

Alexis P. Michas
Juniper Investment Company, LLC
555 Madison Avenue, 24th Floor
New York, New York 10022
(212) 339-8500

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

April 8, 2015

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because § 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g) check the following box o.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 419011101

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NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1
Juniper Public Fund, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See
Instructions)

2
(a)
(b)

3
SEC USE ONLY

4
SOURCE OF FUNDS (See Instructions)

OO

5
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON	7	SOLE VOTING POWER 712,080
WITH	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 712,080
	10	SHARED DISPOSITIVE POWER 0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11 712,080

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13 7.7%

TYPE OF REPORTING PERSON (See Instructions)

14 PN

SCHEDULE 13D

CUSIP No. 419011101

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NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1

Juniper HF Investors II, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2

(a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 712,080
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER

712,080

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11 712,080

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
7.7%

14 TYPE OF REPORTING PERSON (See Instructions)
PN

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CUSIP No. 419011101

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NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1 Juniper Investment Company, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2 (a)
(b)

3 SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4 OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON	7	SOLE VOTING POWER 0
WITH	8	SHARED VOTING POWER 712,080
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER

712,080

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11 712,080

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
7.7%

14 TYPE OF REPORTING PERSON (See Instructions)
PN

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CUSIP No. 419011101

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NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1 Alexis P. Michas

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2 (a)
 (b)

3 SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4 OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6 United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 8 9 10	SOLE VOTING POWER 0 SHARED VOTING POWER 712,080* SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWER
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712,080*

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11 712,080*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13 7.7%

TYPE OF REPORTING PERSON (See Instructions)

14 IN

* Excludes 240 shares held by Mr. Michas's children, as to which Mr. Michas disclaims beneficial ownership.

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NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1

John A. Bartholdson

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2

(a)
 (b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

NUMBER OF
 SHARES
 BENEFICIALLY
 OWNED BY
 EACH
 REPORTING
 PERSON
 WITH

7

8

9

10

SOLE VOTING POWER

0

SHARED VOTING POWER

712,080

SOLE DISPOSITIVE POWER

0

SHARED DISPOSITIVE POWER

712,080

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11 712,080

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13 7.7%

TYPE OF REPORTING PERSON (See Instructions)

14 IN

Item 1. Security and Issuer.

Item 1 is hereby amended and restated in its entirety to read as follows:

This Amendment No. 2 to the statement on Schedule 13D (this “Amendment No. 2”) relates to the common stock, no par value (the “Shares”), of Allied Motion Technologies Inc., a Colorado corporation (the “Issuer”), and hereby amends and supplements the statement on Schedule 13D filed with the Securities and Exchange Commission on February 28, 2013 (the “Initial Schedule”), as amended by Amendment No. 1 filed on August 30, 2013 (the “Amendment No. 1”, and together with the Initial Schedule, the “Schedule 13D”). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Schedule 13D. All items or responses not described herein remain as previously reported in the Schedule 13D. The Issuer’s principal executive offices are located at 495 Commerce Drive, Amherst, NY 14228.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of the Schedule 13D is hereby amended and restated in its entirety to read as follows:

The Shares held by Juniper Public Fund that are the subject of this Schedule 13D were purchased with funds obtained through capital contributions from investors in Juniper Public Fund. Such Shares were purchased in open market purchases for an aggregate purchase price of approximately \$5,033,600, excluding brokerage commissions.

Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following:

On April 8, 2015, Mr. Michas, a Reporting Person, agreed to being named as a nominee to the Board of Directors of the Issuer in the Proxy Statement for the Issuer’s 2015 Annual Meeting of Shareholders to be held on May 6, 2015, and agreed to serve as a director, if elected.

Item 5. Interest in Securities of the Issuer.

Item 5 the Schedule 13D is hereby amended and restated in its entirety to read as follows:

The responses of the Reporting Persons to Rows (11) through (13) of the cover pages of this Schedule 13D are incorporated herein by reference.

(a) The percentages used herein are calculated based upon 9,212,847 Shares outstanding at March 12, 2015, as set forth in the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2014.

As of the date of this Schedule 13D, the Reporting Persons beneficially owned in the aggregate 712,080 Shares, constituting approximately 7.7% of the then outstanding Shares. As of the date of this Schedule 13D, the Reporting Persons may be deemed to have direct beneficial ownership of the Shares as follows:

- (i) Juniper Public Fund beneficially owned 712,080 Shares, constituting approximately 7.7% of the then outstanding Shares.
- (ii) Juniper HF Investors, as the general partner of Juniper Public Fund, may be deemed to own beneficially (as that term is defined in Rule 13d-3 under the Act) 712,080 Shares, constituting approximately 7.7% of the then outstanding Shares. Juniper HF Investors disclaims beneficial ownership of such Shares for all other purposes.
- (iii) Juniper Investment Company, as the investment advisor of Juniper Public Fund, may be deemed to own beneficially (as that term is defined in Rule 13-d under the Act) 712,080 Shares, constituting approximately 7.7% of the then outstanding Shares. Juniper Investment Company disclaims beneficial ownership of such Shares for all other purposes.
- (iv) Each of Messrs. Michas and Bartholdson, as the managing members of Juniper HF Investors and Juniper Investment Company, may be deemed to own beneficially (as that term is defined in Rule 13d-3 under the Act) 712,080 Shares, constituting approximately 7.7% of the then outstanding Shares. Messrs. Michas and Bartholdson disclaim beneficial ownership of such Shares for all other purposes. In addition, with respect to Mr. Michas, this excludes 240 Shares held by Mr. Michas's children, as to which Shares Mr. Michas disclaims beneficial ownership.
- (b) Juniper Public Fund has the sole power to vote or direct the vote of 712,080 Shares and the sole power to dispose or direct the disposition of such Shares. Juniper HF Investors, Juniper Investment Company and Messrs. Michas and Bartholdson may be deemed to share with Juniper Public Fund the power to vote or to direct the vote and to dispose or to direct the disposition of such Shares.
- (c) Set forth on Exhibit A to this Schedule 13D is a list of transactions in the Shares effected by Juniper Public Fund in the past sixty days. These transactions were all effected in the open market through a broker. Except for the foregoing, no other transactions in the Shares were effected by the Reporting Persons during the sixty days prior to the date of this Schedule 13D.
- (d) To the knowledge of the Reporting Persons, no person other than the Reporting Persons has the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of, the Shares that are the subject of this Schedule 13D.
- (e) Not applicable.

Item 7.

Materials to be Filed as Exhibits.

Exhibit A: Schedule of Transactions

Exhibit B: Joint Filing Agreement (incorporated by reference to the Issuer's Schedule 13D filed with the Securities and Exchange Commission on March 1, 2013)

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 8, 2015

JUNIPER PUBLIC FUND, L.P.

By: Juniper HF Investors II, LLC, its General Partner

By: /s/ John A. Bartholdson
Name: John A. Bartholdson
Title: Managing Member

JUNIPER HF INVESTORS II, LLC

By: /s/ John A. Bartholdson
Name: John A. Bartholdson
Title: Managing Member

JUNIPER INVESTMENT COMPANY, LLC

By: /s/ John A. Bartholdson
Name: John A. Bartholdson
Title: Managing Member

By: /s/ Alexis P. Michas
ALEXIS P. MICHAS

By: /s/ John A. Bartholdson
JOHN A. BARTHOLDSON