

APPLIED OPTOELECTRONICS, INC.
 Form 4
 November 07, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
 Chang Hung-Lun (Fred)

2. Issuer Name and Ticker or Trading Symbol
 APPLIED OPTOELECTRONICS, INC. [AAOI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 11/05/2014

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)
 *** See Remarks

C/O APPLIED OPTOELECTRONICS, INC., 13115 JESS PIRTLE BLVD.

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

SUGAR LAND, TX 77478

(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, \$0.001 par value	11/05/2014		S		100 ⁽¹⁾ D \$ 15.61	2,000	D
Common Stock, \$0.001 par value	11/05/2014		S		100 ⁽¹⁾ D \$ 15.63	1,900	D
Common Stock,	11/05/2014		S		100 ⁽¹⁾ D \$ 15.66	1,800	D

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\$0.001 par value							
Common Stock, \$0.001 par value	11/05/2014	S	200 <u>(1)</u>	D	\$ 15.61	1,600	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.66	1,500	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.67	1,400	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.7	1,300	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.5775	1,200	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.76	1,100	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.76	1,000	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.65	900	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.7	800	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.74	700	D
Common Stock, \$0.001 par	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.74	600	D

value

Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.76	500	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.77	400	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.7625	300	D
Common Stock, \$0.001 par value	11/05/2014	S	200 <u>(1)</u>	D	\$ 15.76	100	D
Common Stock, \$0.001 par value	11/05/2014	S	100 <u>(1)</u>	D	\$ 15.5801	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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. Pr Deri Secu (Inst	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option	\$ 6	11/05/2014		M	367	<u>(2)</u>	10/19/2019	Common Stock, \$0.001	367

(Right to Buy)									par value
Incentive Stock Option (Right to Buy)	\$ 6	11/05/2014	M	538	<u>(2)</u>	10/19/2019		Common Stock, \$0.001 par value	538

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chang Hung-Lun (Fred) C/O APPLIED OPTOELECTRONICS, INC. 13115 JESS PIRTLE BLVD. SUGAR LAND, TX 77478				*** See Remarks

Signatures

/s/ David C. Kuo for Hung-Lun (Fred) 11/07/2014
Chang

__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) Sales were effected pursuant to Rule 10b5-1 trading plan dated May 13, 2014.
- (2) Options fully vested.

Remarks:

** Senior Vice President of Optical Component Business Unit

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