

APPLIED OPTOELECTRONICS, INC.
Form 4
March 06, 2014

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 *
Kuo David C

(Last) (First) (Middle)

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

(Street)

SUGAR LAND, TX 77478

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/04/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
General Counsel and Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
 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		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)			
Common Stock, \$0.001 par value	03/04/2014		M		267	A	\$ 6	267	D
Common Stock, \$0.001 par value	03/04/2014		F		64	D	\$ 25.11	203	D
Common Stock,	03/04/2014		M		437	A	\$ 6	640	D

\$0.001 par value Common Stock, \$0.001 par value	03/04/2014	F	105	D	\$ 25.11	535	D
\$0.001 par value Common Stock, \$0.001 par value	03/04/2014	M	500	A	\$ 6	1,035	D
\$0.001 par value Common Stock, \$0.001 par value	03/04/2014	F	120	D	\$ 25.11	915	D
\$0.001 par value Common Stock, \$0.001 par value	03/04/2014	M	125	A	\$ 6	1,040	D
\$0.001 par value Common Stock, \$0.001 par value	03/04/2014	F	30	D	\$ 25.11	1,010	D
\$0.001 par value Common Stock, \$0.001 par value	03/04/2014	M	875	A	\$ 7.5	1,885	D
\$0.001 par value Common Stock, \$0.001 par value	03/04/2014	F	262	D	\$ 25.11	1,623	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Deemed Exercise Price (Instr. 3)
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(Instr. 3, 4,
and 5)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (Right to Buy)	\$ 6		03/04/2014	M				(1)	05/29/2019	Common Stock, \$0.001 par value	267
Incentive Stock Option (Right to Buy)	\$ 6		03/04/2014	M				02/23/2014	08/23/2020	Common Stock, \$0.001 par value	437
Incentive Stock Option (Right to Buy)	\$ 6		03/04/2014	M				03/04/2014	03/04/2021	Common Stock, \$0.001 par value	500
Incentive Stock Option (Right to Buy)	\$ 6		03/04/2014	M				11/22/2013	05/22/2022	Common Stock, \$0.001 par value	125
Incentive Stock Option (Right to Buy)	\$ 7.5		03/04/2014	M				01/18/2014	01/18/2023	Common Stock, \$0.001 par value	875

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Kuo David C
C/O APPLIED OPTOELECTRONICS, INC.
13115 JESS PIRTLE BLVD.
SUGAR LAND, TX 77478

General Counsel and Secretary

Signatures

/s/ David C. Kuo 03/06/2014

**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) Options fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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