

APPLIED OPTOELECTRONICS, INC.

Form 4

September 25, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DUNN JAMES L JR

(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)  
09/23/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Chief Financial Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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)
Common Stock, \$0.001 par value	09/23/2014		M	2,500 A \$ 7.5	2,500	D	
Common Stock, \$0.001 par value	09/23/2014		S	2,500 D \$ 17 0		D	
Common Stock,	09/23/2014		M	1,875 A \$ 9.96	1,875	D	

\$0.001 par  
value

Common  
Stock,  
\$0.001 par  
value

09/23/2014

S

1,875 D

\$ 17.01 0

D

Common  
Stock,  
\$0.001 par  
value

09/23/2014

M

1,100 A

\$ 13.84 1,100

D

Common  
Stock,  
\$0.001 par  
value

09/23/2014

S

1,100 D

\$ 17.09 0

D

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

**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 control number.**

SEC 1474  
(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. Amount or Number of Shares
Incentive Stock Option (Right to Buy)	\$ 7.5	09/23/2014		M	1,250	07/01/2014 11/15/2014	Common Stock, \$0.001 par value	1,250
Incentive Stock Option (Right to Buy)	\$ 7.5	09/23/2014		M	1,250	08/15/2014 11/15/2014	Common Stock, \$0.001 par value	1,250
	\$ 9.96	09/23/2014		M	1,875	08/15/2014 11/15/2014		1,875

Incentive Stock Option (Right to Buy)									Common Stock, \$0.001 par value	
Incentive Stock Option (Right to Buy)	\$ 13.84	09/23/2014	M	1,100	08/15/2014	11/15/2014			Common Stock, \$0.001 par value	1,100

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNN JAMES L JR C/O APPLIED OPTOELECTRONICS, INC, 13115 JESS PIRTLE BLVD. SUGAR LAND, TX 77478			Chief Financial Officer	

## Signatures

/s/ David C. Kuo for James L.  
Dunn, Jr. 09/25/2014

\_\_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).

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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