

APPLIED OPTOELECTRONICS, INC.
 Form 4
 March 06, 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 *
 Kuo David C

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)
 03/04/2014

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

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)
 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) | (A) or (D) | 5. Amount or Price | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|-----------------------------------|
| 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 |
| Common Stock, \$0.001 par value | 03/04/2014 | M | 500 | A | \$ 6 | 1,035 | D |
| Common Stock, \$0.001 par value | 03/04/2014 | F | 120 | D | \$ 25.11 | 915 | D |
| Common Stock, \$0.001 par value | 03/04/2014 | M | 125 | A | \$ 6 | 1,040 | D |
| Common Stock, \$0.001 par value | 03/04/2014 | F | 30 | D | \$ 25.11 | 1,010 | D |
| Common Stock, \$0.001 par value | 03/04/2014 | M | 875 | A | \$ 7.5 | 1,885 | D |
| 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.

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.

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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) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------------|

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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