

APPLIED OPTOELECTRONICS, INC.
 Form 4
 September 25, 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 *
 DUNN JAMES L JR

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)
 09/23/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Financial Officer

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)	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)
				(A) or (D)	Price		
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	

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\$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.

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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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	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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