

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <b>BLACK RICHARD B</b>  (Last) (First) (Middle) <b>C/O APPLIED OPTOELECTRONICS, INC.</b> <b>13115 JESS PIRTLE BLVD.</b>  (Street) <b>SUGAR LAND TX 77478</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>APPLIED OPTOELECTRONICS, INC. [ AAOI ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>10/01/2013</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.001 par value	10/01/2013		C		9,690	A	(1)	9,690	D	
Common Stock, \$0.001 par value	10/01/2013		C		7,999	A	(2)	7,999	D	
Common Stock, \$0.001 par value	10/01/2013		C		2,404	A	(3)	2,404	D	
Common Stock, \$0.001 par value	10/01/2013		C		3,192	A	(4)	3,192	I	By Spouse
Common Stock, \$0.001 par value	10/01/2013		C		3,999	A	(2)	3,999	I	By Spouse
Common Stock, \$0.001 par value	10/01/2013		C		971	A	(3)	971	I	By Spouse

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series C Convertible Preferred Stock	(1)	10/01/2013		C			4,194	(1)	(1)	Common Stock, \$0.001 par value	9,690	(1)	0	D	
Series F Convertible Preferred Stock	(2)	10/01/2013		C			6,666	(2)	(2)	Common Stock, \$0.001 par value	7,999	(2)	0	D	
Series G Convertible Preferred Stock	(3)	10/01/2013		C			2,404	(3)	(3)	Common Stock, \$0.001 par value	2,404	(3)	0	D	
Series D Convertible Preferred Stock	(4)	10/01/2013		C			1,259	(4)	(4)	Common Stock, \$0.001 par value	3,192	(4)	0	I	By Spouse
Series F Convertible Preferred Stock	(2)	10/01/2013		C			3,333	(2)	(2)	Common Stock, \$0.001 par value	3,999	(2)	0	I	By Spouse
Series G Convertible Preferred Stock	(3)	10/01/2013		C			971	(3)	(3)	Common Stock, \$0.001 par value	971	(3)	0	I	By Spouse

**Explanation of Responses:**

1. Each share of Series C Convertible Preferred Stock converted into 2.310651 shares of the Issuer's common stock upon completion of the Issuer's initial public offering.

2. Each share of Series F Convertible Preferred Stock converted into 1.200019 shares of the Issuer's common stock upon completion of the Issuer's initial public offering.
3. Each share of Series G Convertible Preferred Stock converted into 1 share of the Issuer's common stock upon completion of the Issuer's initial public offering.
4. Each share of Series D Convertible Preferred Stock converted into 2.535960 shares of the Issuer's common stock upon completion of the Issuer's initial public offering.

/s/ David C. Kuo for Richard  
B. Black      10/02/2013

\*\* Signature of Reporting Person      Date

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

\* 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.

**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 Number.**