

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

1. Name and Address of Reporting Person* <u>Chang Hung-Lun (Fred)</u>  (Last) (First) (Middle) <u>C/O APPLIED OPTOELECTRONICS, INC.</u> <u>13115 JESS PIRTLE BLVD.</u>  (Street) <u>SUGAR LAND TX 77478</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>APPLIED OPTOELECTRONICS, INC. [ AAOI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) *** See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/05/2014</u>	
	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 <input type="checkbox"/> 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	11/05/2014		M		367	A	\$6	3,773	D	
Common Stock, \$0.001 par value	11/05/2014		M		538	A	\$6	4,311	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.71	4,211	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.72	4,111	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.7125	4,011	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.67	3,911	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.57	3,811	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.58	3,711	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.76	3,611	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.76	3,511	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.76	3,411	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.695	3,311	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.76	3,211	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.76	3,111	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.58	3,011	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.76	2,911	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.5801	2,811	D	
Common Stock, \$0.001 par value	11/05/2014		S		206 <sup>(1)</sup>	D	\$15.77	2,605	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.8275	2,505	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.7175	2,405	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.75	2,305	D	
Common Stock, \$0.001 par value	11/05/2014		S		105 <sup>(1)</sup>	D	\$15.6	2,200	D	
Common Stock, \$0.001 par value	11/05/2014		S		100 <sup>(1)</sup>	D	\$15.61	2,100	D	

**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)
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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 (Instr. 3)	2. Conversion Date (Month/Day/Year)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V Transaction Code (Instr. 8)	6A. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	7. Date Exercisable and Expiration Date (Month/Day/Year)	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)
L. Sales were effected pursuant to Rule 10b5-1 trading plan dated May 13, 2014.  Remarks: Security ** Senior Vice President of Optical Component Business Unit										
						<a href="#">/s/ David C. Kuo for Hung-Lun (Fred) Chang</a>		<a href="#">11/07/2014</a>		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.						** Signature of Reporting Person		Date		
* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).						Amount or Number of Shares				
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1013 and 15 U.S.C. 78ff.						Title				

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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