

☐ 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

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

1. Name and Address of Reporting Person* <u>Chang Hung-Lun (Fred)</u>  (Last) (First) (Middle) <u>C/O APPLIED OPTOELECTRONICS, INC.</u> <u>13139 JESS PIRTLE BLVD.</u>  (Street) <u>SUGAR LAND TX</u> <u>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 X Officer (give title below) Other (specify below)  *** See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/23/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication  <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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, \$.001 par value	10/23/2023		F		944 <sup>(1)</sup>	D	\$6.91	220,910	D	
Common Stock, \$.001 par value	10/23/2023		F		647 <sup>(2)</sup>	D	\$6.91	220,263	D	
Common Stock, \$.001 par value	10/23/2023		F		955 <sup>(2)</sup>	D	\$6.91	219,308	D	
Common Stock, \$.001 par value	10/23/2023		F		1,140 <sup>(3)</sup>	D	\$6.91	218,168	D	
Common Stock, \$.001 par value	10/23/2023		F		1,787 <sup>(4)</sup>	D	\$6.91	216,381	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)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

1. Reflects shares surrendered to the Issuer to satisfy tax-withholding obligations upon the vesting of restricted stock unit award granted on February 3, 2020.  
2. Reflects shares surrendered to the Issuer to satisfy tax-withholding obligations upon the vesting of restricted stock unit award granted on June 11, 2021.  
3. Reflects shares surrendered to the Issuer to satisfy tax-withholding obligations upon the vesting of restricted stock unit award granted on June 27, 2022.  
4. Reflects shares surrendered to the Issuer to satisfy tax-withholding obligations upon the vesting of restricted stock unit award granted on June 26, 2023.

Remarks:

\*\*\* Senior Vice President and North America General Manager

/s/ David C. Kuo, attorney in fact for Hung-Lun (Fred) 10/25/2023  
Chang

\*\* 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.