

**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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<b>1. Name and Address of Reporting Person*</b> <u>Kuo David C</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)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>APPLIED OPTOELECTRONICS, INC. [ AAOI ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>General Counsel and Secretary</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>03/04/2014</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	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, \$0.001 par value	03/04/2014		M		437	A	\$6	640	D	
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	

**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
Incentive Stock Option (Right to Buy)	\$6	03/04/2014		M		267		(1)	05/29/2019	Common Stock, \$0.001 par value	267	\$0	0	D	
Incentive Stock Option (Right to Buy)	\$6	03/04/2014		M		437			02/23/2014 08/23/2020	Common Stock, \$0.001 par value	437	\$0	0	D	
Incentive Stock Option (Right to Buy)	\$6	03/04/2014		M		500			03/04/2014 03/04/2021	Common Stock, \$0.001 par value	500	\$0	0	D	
Incentive Stock Option (Right to Buy)	\$6	03/04/2014		M		125			11/22/2013 05/22/2022	Common Stock, \$0.001 par value	125	\$0	0	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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (Right to Buy)	\$7.5	03/04/2014		M			875	01/18/2014	01/18/2023	Common Stock, \$0.001 par value	875	\$0	0	D	

**Explanation of Responses:**

1. Options fully vested.

/s/ David C. Kuo

03/06/2014

\*\* 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.**