FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

Filed pursuant or Section

2. Issuer Name **and** Ticker or Trading Symbol

STATEMENT OF

CHANGES IN BENEFICIAL OWNE	OMB Number:	3235-0287		
to Section 16(a) of the Securities Exchange Act of 1934	Estimated average burden hours per response:			
on 30(h) of the Investment Company Act of 1940				
Name and Ticker or Trading Symbol	5. Relationship of R	eporting Person(s) to Is	ssuer	

Name and Address of Reporting Person* Chang Hung-Lun (Fred)				AP	2. Issuer Name and Ticker or Trading Symbol APPLIED OPTOELECTRONICS, INC. [AAOI] 3. Date of Earliest Transaction (Month/Day/Year) 11/05/2014 4. If Amendment, Date of Original Filed (Month/Day/Year)									all applic Director Officer	able)	Othe	Owner er (specify	
(Last) (First) (Middle) C/O APPLIED OPTOELECTRONICS, INC. 13115 JESS PIRTLE BLVD.														11/0	below) below) *** See Remarks			
(Street) SUGAR LAND TX 77478					_ 4. If /	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(St	ate)	(Zip)															
1. Title of Sec	curity (Inst			n-Deriv			eemed		quirec	l, Di	sposed o			ially	Owned 5. Amou		6. Ownership	7. Nature
	, (- /		Date (Month/D	ay/Year)	if any	ution E th/Day	,	Transa Code (8)		Disposed (nd 5)	Securities Beneficially Owned Following Reported	ally Following	Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership
									Code	v	Amount	(A) or (D)	Price	Transa		ed ction(s) 3 and 4)		(Instr. 4)
Common Stock, \$0.001 par value				11/05/	2014				S		100(1)	D	\$15	5.61	2,0	000	D	
Common Stock, \$0.001 par value				11/05/2014					S		100(1)	D	\$15	5.63	1,9	900	D	
Common St	tock, \$0.0	01 par value		11/05/2014					S		100(1)	D	\$15	5.66	1,8	800	D	
Common St	tock, \$0.0	01 par value		11/05/2014					S		200(1)	D	\$15	\$15.61		600	D	
Common Stock, \$0.001 par value			11/05/2014					S		100(1)	D	\$15	\$15.66		500	D		
Common Stock, \$0.001 par value			11/05/	11/05/2014				S		100(1)	D	\$15	5.67	1,4	400	D		
Common Stock, \$0.001 par value			11/05/	11/05/2014				S		100(1)	D	\$1	5.7	1,3	300	D		
Common Stock, \$0.001 par value				11/05/	11/05/2014				S		100(1)	D	\$15.5775		1,2	200	D	
Common Stock, \$0.001 par value		11/05/	11/05/2014				S		100(1)	D	\$15	5.76	1,1	100	D			
Common Stock, \$0.001 par value			11/05/	11/05/2014				S		100(1)	D	\$15.76		1,0	000	D		
Common Stock, \$0.001 par value			11/05/2014					S		100(1)	D	D \$15.6		900		D		
Common St	tock, \$0.0	01 par value		11/05/2014					S		100(1)	D	\$15.7		800		D	
Common St	tock, \$0.0	01 par value		11/05/2014					S		100(1)	D	\$15.74		70	00	D	
Common Stock, \$0.001 par value				11/05/2014					S		100(1)	D	\$15.74		600		D	
Common Stock, \$0.001 par value			11/05/2014					S 1		100(1)	D	\$15.76		500		D		
Common Stock, \$0.001 par value			11/05/2014					S		100(1)	D \$1		5.77	7 400		D		
Common Stock, \$0.001 par value				11/05/2014					S		100(1)	D	\$15.7625		300		D	
Common Stock, \$0.001 par value			11/05/2014					S		200(1)	D	\$15.76		10	00	D		
Common St	tock, \$0.0	01 par value		11/05/2014					S		100(1)	D	\$15.5801		0		D	
		Т	able II -								oosed of, converti				wned			
1. Title of Derivative Conversion or Exercise Price of Derivative Security				n Date, Transacti Code (Ins		tion on str.	on of		6. Date Exercis Expiration Dat (Month/Day/Ye		e	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 ar	f s g Securit	De Se (In	erivative derivative Securities Beneficial Owned Following Reported	Securities Beneficially Owned Following Reported Transaction	Ownersl Form: Direct (E or Indire (I) (Instr.	Beneficial Ownership ct (Instr. 4)
					Code	v ((A)		Date Exercisa		Expiration Date	Title	Amour or Number of Shares	er				

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)	Transaction Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/	ate	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)	\$6	11/05/2014		М			367	(2)	10/19/2019	Common Stock, \$0.001 par value	367	\$0	0	D	
Incentive Stock Option (Right to Buy)	\$6	11/05/2014		М			538	(2)	10/19/2019	Common Stock, \$0.001 par value	538	\$0	0	D	

Explanation of Responses:

- 1. Sales were effected pursuant to Rule 10b5-1 trading plan dated May 13, 2014.
- 2. Options fully vested.

Remarks:

** Senior Vice President of Optical Component Business Unit

/s/ David C. Kuo for Hung-Lun (Fred) Chang 11/07/2014

** 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.