

APPLIED OPTOELECTRONICS, INC.
 Form 4
 April 20, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Li Chung-Yao (Ford)

2. Issuer Name and Ticker or Trading Symbol
 APPLIED OPTOELECTRONICS, INC. [AAOI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 04/16/2015

____ Director
 ____ Officer (give title below) Other (specify below)
 Former Sr. VP, Asia Gen. Mgr

C/O APPLIED OPTOELECTRONICS, INC., 13115 JESS PIRTLE BLVD.
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SUGAR LAND, TX 77478

(City) (State) (Zip)

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock, \$.001 par value | 04/16/2015 | | M | | 3,833 | A | \$ 7.5 | 3,833 | D |
| Common Stock, \$.001 par value | 04/16/2015 | | M | | 833 | A | \$ 6 | 4,666 | D |
| Common Stock, | 04/16/2015 | | M | | 5,834 | A | \$ 6 | 10,500 | D |

\$.001 par value

Common Stock, \$.001 par value

04/16/2015

M

1,250 A

\$ 9.96

11,750

D

Common Stock, \$.001 par value

04/17/2015

M

1,000 A

\$ 13.84

12,750

D

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

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SEC 1474 (9-02)

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 Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option(Right to Buy) | \$ 7.5 | 04/16/2015 | | M | 3,833 | <u>(1)</u> 05/08/2015 | Common Stock, \$.001 par value | 3,833 |
| Non-Qualified Stock Option(Right to Buy) | \$ 6 | 04/16/2015 | | M | 833 | <u>(2)</u> 05/08/2015 | Common Stock, \$.001 par value | 833 |
| Non-Qualified Stock Option(Right to Buy) | \$ 6 | 04/16/2015 | | M | 5,834 | <u>(3)</u> 05/08/2015 | Common Stock, \$.001 par value | 5,834 |
| Non-Qualified Stock Option(Right to Buy) | \$ 9.96 | 04/16/2015 | | M | 1,250 | <u>(4)</u> 05/08/2015 | Common Stock, \$.001 par value | 1,250 |

| | | | | | | | | |
|---------------|----------|------------|--|---|-------|-----|------------|-------------|
| to Buy) | | | | | | | | value |
| Non-Qualified | | | | | | | | Common |
| Stock | | | | | | | | Stock, |
| Option(Right | \$ 13.84 | 04/17/2015 | | M | 1,000 | (5) | 05/08/2015 | \$.001 par |
| to Buy) | | | | | | | | value |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------------------|
| | Director | 10% Owner | Officer | Other |
| Li Chung-Yao (Ford) C/O APPLIED OPTOELECTRONICS, INC. 13115 JESS PIRTLE BLVD. SUGAR LAND, TX 77478 | | | | Former Sr. VP, Asia Gen. Mgr |

Signatures

/s/ David C. Kuo for Chung-Yao
(Ford) Li

04/20/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The stock option grant vested as to 1/4th of the total number of shares on January 18, 2013 and thereafter vested and shall continue to vest as to 1/6th of the remainder of the shares in equal semi-annual installments until all shares have vested.
 - (2) The stock option grant vested as to 1/4th of the total number of shares on May 22, 2012 and thereafter vested and shall continue to vest as to 1/6th of the remainder of the shares in equal semi-annual installments until all shares have vested.
 - (3) The stock option grant vests as to 1/4th of the total number of shares on August 12, 2011 and thereafter vests and shall continue to vest as to 1/6th of the remainder of the shares in equal semi-annual installments until all shares have vested.
 - (4) The stock option grant vests as to 1/4th of the total number of shares on September 26, 2013 and thereafter vests and shall continue to vest as to 1/6th of the remainder of the shares in equal semi-annual installments until all shares have vested.
 - (5) The stock option grant vests as to 1/4th of the total number of shares on January 28, 2014 and thereafter vests and shall continue to vest as to 1/6th of the remainder of the shares in equal semi-annual installments until all shares have vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.