

APPLIED OPTOELECTRONICS, INC.

Reported by
LIN CHIH-HSIANG (THOMPSON)

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/18/17 for the Period Ending 05/17/17

Address	13139 JESS PIRTLE BLVD SUGAR LAND, TX 77478
Telephone	281-295-1800
CIK	0001158114
Symbol	AAOI
SIC Code	3674 - Semiconductors and Related Devices
Industry	Communications & Networking
Sector	Technology
Fiscal Year	12/31

FORM 4

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

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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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Lin Chih-Hsiang (Thompson)		APPLIED OPTOELECTRONICS, INC. [AAOI]		<input checked="" type="checkbox"/> Director _____ 10% Owner	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)		<input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below)	
C/O APPLIED OPTOELECTRONICS, INC., 13139 JESS PIRTLE BLVD.		5/17/2017		President and CEO	
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
SUGAR LAND, TX 77478				<input type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)				<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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	5/17/2017		M		36096	A	\$7.50	371699	D	
Common Stock, \$.001 par value	5/17/2017		F (1)		6414	D	\$64.97	365285	D	
Common Stock, \$.001 par value	5/17/2017		M		50237	A	\$7.50	415522	D	
Common Stock, \$.001 par value	5/17/2017		F (2)		24442	D	\$64.97	391080	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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)	\$7.50	5/17/2017		M		36096		(3)	1/18/2023	Common Stock, \$0.001 par value	36096	\$0.00	0	D	
Non-Qualified Stock Option (Right to Buy)	\$7.50	5/17/2017		M		50237		(3)	1/18/2023	Common Stock, \$0.001 par value	50237	\$0.00	0	D	

Explanation of Responses:

- Represents a "net exercise" of outstanding stock options. The reporting person received 29,682 shares of common stock on net exercise of option to purchase 36,096 shares of common stock. The Company withheld 6,414 shares of common stock underlying the option for payment of the exercise price and tax withholdings, using the closing stock price on May 16, 2017 of \$64.97, pursuant to the terms of the 2006 Stock Incentive Plan.
- Represents a "net exercise" of outstanding stock options. The reporting person received 25,795 shares of common stock on net exercise of option to purchase 50,237 shares of common stock. The Company withheld 24,442 shares of common stock underlying the option for payment of the exercise price and tax withholdings, using the closing stock price on May 16, 2017 of \$64.97, pursuant to the terms of the 2006 Stock Incentive Plan.
- The stock option award (combined incentive stock option and non-qualified stock option) vested as to 1/4th of the total number of shares on January 18, 2014 and 1/6th of the shares vest every six months thereafter.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lin Chih-Hsiang (Thompson) C/O APPLIED OPTOELECTRONICS, INC. 13139 JESS PIRTLE BLVD. SUGAR LAND, TX 77478	X		President and CEO	

Signatures

/s/ David C. Kuo, attorney in fact for Chih-Hsiang (Thompson) Lin

5/18/2017

—**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.

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