

APPLIED OPTOELECTRONICS, INC.

Form 8-K

February 07, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

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FORM 8-K

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 1, 2019

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**Applied Optoelectronics, Inc.**

**(Exact name of Registrant as specified in its charter)**

**Delaware                      001-36083                      76-0533927**  
**(State or incorporation) (Commission File Number) (I.R.S. Employer Identification No.)**

**13139 Jess Pirtle Blvd.**

**Sugar Land, TX 77478**

**(address of principal executive offices and zip code)**

**(281) 295-1800**

**(Registrant's telephone number, including area code)**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.



**Item 1.01 Entry into a Material Definitive Agreement.**

On February 1, 2019, Applied Optoelectronics, Inc. (the “Company”) executed a Second Amendment to Loan Agreement, with Branch Banking and Trust Company (the “Lender”).

The original loan agreement with the Lender, executed on September 28, 2017, and a first amendment to the original loan agreement, executed on March 30, 2018, provided the Company with a three-year \$60 million line of credit; a \$26 million five-year capital expenditure loan (the “*CapEx Loan*”) and a \$21.5 million seventy-month real estate term loan for the Company’s plant and facilities in Sugar Land, Texas.

The Second Amendment to Loan Agreement extends the CapEx Loan end date from March 30, 2019 to September 30, 2019, requires the Company to provide to the Lender monthly financial statements and revises certain financial covenants.

The foregoing description of the Second Amendment to Loan Agreement does not purport to be a complete statement of the parties’ rights and obligations under the Second Amendment to Loan Agreement and is qualified in its entirety by reference to the full text of the Second Amendment to Loan Agreement, dated February 1, 2019, copies of which are attached as Exhibit 10.1 to this Current Report on Form 8-K and incorporated by reference herein.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information contained in Item 1.01 of this Current Report on Form 8-K with respect to the Credit Facility is incorporated by reference herein and made a part hereof.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

10.1 Second Amendment to Loan Agreement, dated February 1, 2019, between Applied Optoelectronics, Inc. and Branch Banking and Trust Company.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 7, 2019 APPLIED OPTOELECTRONICS, INC.

By: /s/ David C. Kuo  
David C. Kuo  
General Counsel and Secretary