

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	December 31, 2014
Estimated average burden hours per response	0.5

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

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

1. Name and Address of Reporting Person* Fink Richard Lee <hr/> (Last) (First) (Middle) 3006 LONGHORN BLVD #107 <hr/> (Street) AUSTIN TX 78578 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Applied Nanotech Holdings, Inc [APNT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Vice President
	3. Date of Earliest Transaction (Month/Day/Year) 02/02/2012	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	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 Underlying Securities (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				
Stock Option-Rt to Buy	(1)							(1)	(1)	Common Stock	200,824		200,824	D	
Stock Option-Rt to Buy	\$ 0.33							(2)	03/08/2020	Common Stock	75,000		275,824	D	
Stock Option-Rt to Buy	\$ 0.44							(3)	01/28/2021	Common Stock	175,000		450,824	D	
Stock Option-Rt to Buy	\$ 0.34	02/02/2012		A		7,500		(4)	02/02/2022	Common Stock	7,500	\$ 0	458,324	D	
8% Convertible Note Payable	\$ 0.25							(5)	09/01/2012	Common Stock	138,400		138,400	D	

Explanation of Responses:

1. Exercisable currently, at various prices from \$0.33 to \$2.73, expiring at various dates through 2021.
2. Granted March 2010 and vesting quarterly over a 24 month period. 65,625 of the 75,000 are currently exercisable.
3. Options vest monthly over a 24 month period beginning with the date of grant. 87,500 of the 175,000 are currently exercisable.
4. Fully vested and exercisable as of date of grant.
5. 30 month note bearing interest at 8% per year and convertible into common stock at a rate of \$0.25 per share at any time.

/s/ Donald T. Locke, as
Attorney-in-Fact

02/02/2012

** 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.