FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

		2. Issuer Name and Ticker or Trading Symbol OPTICAL CABLE CORP [OCC]										neck all ap Dire	plicable) ctor	10% Owner				
`		3. Date of Earliest Transaction (Month/Day/Year) 10/31/2012																
(Street) ROANOKE VA 24019 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)									ie) X Fori Fori	Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Tab	le I - No	n-Deriv	ative	Se	curiti	es Ac	quired,	Dis	posed o	f, or	Bene	eficia	lly Own	ed			
Date						Execution Date ay/Year) if any			Transaction Disposed Of (D) Code (Instr. 5)			quired) (Instr.	(A) or 3, 4 an	d Secui Bene Owne	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										Amount (A		A) or D)	Price	Trans	action(s)			
Stock			/2012	2012		F		1,648 ⁽	1)	D \$4.15		.5 1	78,556	D				
	Ta													Owned	l			
urity or Exercise (Month/Day/Year) if any			n Date,	Transa Code (ransaction of ode (Instr. Derivative			and 4) Amo					str. 3	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Fin NCOURSE KE VA (St Security (Inst Conversion or Exercise Price of Derivative	(State) Tab Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) NCOURSE DRIVE KE VA 24019 (State) (Zip) Table I - Note of the content of the	(First) (Middle) NCOURSE DRIVE KE VA 24019 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transaction Date (Month/Itstar) Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (NCOURSE DRIVE (State) (Zip) Table I - Non-Derivative Gecurity (Instr. 3) Stock Table II - Derivative S (e.g., puts, constitution of Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year)	(First) (Middle) (NCOURSE DRIVE (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock Table II - Derivative Security (e.g., puts, calls 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Security (e.g., puts, calls (Month/Day/Year) 3. Transaction Date (month/Day/Year) (Month/Day/Year) 3. Transaction Date (if any (Month/Day/Year) (Month/Day/Year)	(First) (Middle) NCOURSE DRIVE (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warrong conversion or Exercise Price of Derivative Security Security 3. Date of Earlie 10/31/2012 4. If Amendment 2A. Deer Execution if any (Month/IDay/Year) Table II - Derivative Securities (e.g., puts, calls, warrong (Month/Day/Year) 3. Transaction Date (a.g., puts, calls, warrong (Month/Day/Year) 4. Transaction Date (a.g., puts, calls, warrong (Month/Day/Year) 4. Transaction Date (a.g., puts, calls, warrong (Month/Day/Year) 5. No Open (Month/Day/Year)	(First) (Middle) NCOURSE DRIVE (State) (Zip) Table I - Non-Derivative Securities Accurity (Instr. 3) Stock Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) Stock Table II - Derivative Securities Acquee.g., puts, calls, warrants, (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5)	(First) (Middle) (NCOURSE DRIVE 3. Date of Earliest Transaction (M 10/31/2012 4. If Amendment, Date of Origina (State) (Zip) Table I - Non-Derivative Securities Acquired, (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, D (e.g., puts, calls, warrants, option 2. Transaction Date (e.g., puts, calls, warrants, option) (Conversion or Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction (Month/Day/Year) (Month/Day/Year) 3. Transaction Ocde (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date	(First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Distensive Month/Day/Year) (Stock Table II - Derivative Securities Acquired, Distensive Month/Day/Year) Table II - Derivative Securities Acquired, Distensive Month/Day/Year) Table II - Derivative Securities Acquired, Distensive Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Date (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Date (Month/Day/Year) Date Date (Month/Day/Year) Date Date (Month/Day/Year) Date (Month/Day/Year) Date Date (Month/Day/Year) Date (Month/Day/Year)	Conversion or Exercise Conversion Code (Instr. Socurities Conversion Code (Instr. So	(First) (Middle) NCOURSE DRIVE 3. Date of Earliest Transaction (Month/Day/Year) 10/31/2012 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Becurity Securities Acquired, Disposed of, or Becurity 2. Conversion or Exercise Date (Month/Day/Year) (Month/Day/	Conversion of Exercise of Date (Month/Day/Year) Stock 10/31/2012 Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible security (Instr. 3) Stock 10/31/2012 Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible security (Instr. 3) Stock 10/31/2012 Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8) Code V	(First) (Middle) NCOURSE DRIVE 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficia Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, Calls, warrants, Options, convertible securities) Price of Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, Calls, warrants, Options, convertible securities) 2. Transaction Date (e.g., puts, Calls, warrants, Options, convertible securities) 3. Transaction Date (Instr. 3, 4 and 5) 4. Securities Acquired (A) or (D) (Instr. 3, 4 and 5) 5. Number of Conversion Derivative Securities Acquired (A) or Derivative Securities (A) or Derivative Security (Instr. 3, 4 and 5)	Check all ap Dire	Check all applicable Director Check all applicable Director Check all applicable Director X Officer (give titte below) Senior V	OPTICAL CABLE CORP COC Securities Acquired, Disposed of, or Beneficially Owned Form: Industry Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative S	

Explanation of Responses:

1. 1,648 shares are being surrendered as allowed by the Company's 2005 and 2011 Stock Incentive Plans to cover the payment of taxes currently due on previously granted restricted shares.

/s/ Tracy G. Smith

11/01/2012

** 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.