

AXT INC  
Form 8-K  
January 09, 2007

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

**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): **January 9, 2007**

**AXT, INC.**

(Exact name of registrant as specified in its charter)

|  |                          |                                   |
|--|--------------------------|-----------------------------------|
| <b>Delaware</b>                                | <b>000-24085</b>         | <b>94-3031310</b>                 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

**4281 Technology Drive**

**Fremont, California 94538**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(510) 683-5900**

**Not Applicable**

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- 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))



***Item 8.01. Other Items.***

In a press release dated January 9, 2007, AXT, Inc. announced the closing of the sale of an additional 862,500 shares of common stock in its December 19, 2006 public offering pursuant to the underwriter's exercise of its over-allotment option. Additional details regarding the public offering are contained in the press release, a copy of which is attached hereto as **Exhibit 99.1** and which is incorporated herein by reference.

***Item 9.01 Financial Statements and Exhibits***

(d) Exhibits

99.1 Press release dated January 9, 2007

2

---

**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.

**AXT, INC.**

Date: January 9, 2007

By: */s/ WILSON W. CHEUNG*  
Wilson W. Cheung  
Chief Financial Officer

3

---

**EXHIBIT INDEX**

| Exhibit<br>Number | Description                          |
|-------------------|--------------------------------------|
| 99.1              | Press release dated January 9, 2007. |

4

---