

AXT INC  
Form 8-K  
February 25, 2014

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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 25, 2014

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AXT, INC.  
(Exact name of registrant as specified in its charter)

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

4281 Technology Drive  
Fremont, California 94538  
(Address of principal executive offices, including zip code)

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

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))

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Item 2.02. Results of Operations and Financial Condition

On February 25, 2014, AXT, Inc. (the “Company”) issued a press release announcing its financial results for the quarter and fiscal year December 31, 2013. A copy of the Company’s press release, announcing the results, is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information contained herein and in Exhibit 99.1 hereto discussing the Company’s results of operations and financial condition for the quarter and fiscal year ended December 31, 2013, is being “furnished” in accordance with General Instruction B.2 of Form 8-K and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference to such filing.

Item 9.01. Financial Statements and Exhibits

(d)Exhibits

Exhibit

Number Description

99.1 Press release dated February 25, 2014, regarding the financial results of AXT, Inc. for the quarter and fiscal year ended December 31, 2013

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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.

By: /s/ Morris Young  
Morris Young  
Chief Executive  
Officer, Interim  
Chief Financial  
Officer and  
Corporate  
Secretary

Date: February 25, 2014

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EXHIBIT INDEX

| Exhibit<br>Number | Description   |
|-------------------|---|
| <u>99.1</u>       | Press release dated February 25, 2014, regarding the financial results of AXT, Inc. for the quarter and fiscal year ended December 31, 2013 |

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