

AXT INC
Form 8-K
August 13, 2009

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):

August 12, 2009

AXT, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of

incorporation)

000-24085

(Commission File No.)

94-3031310

(I.R.S. Employer Identification

No.)

4281 Technology Drive

Fremont, California 94538

(Address of principal executive offices)

510) 683-5900

(Registrant's telephone number, including area code)

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):

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

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

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

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b)

On August 12, 2009, AXT, Inc. (the Company) terminated the employment of Mr. Minsheng Lin, Chief Operating Officer of the Company, effective August 12, 2009, as a result of a change in the organizational structure of the Company and the elimination of his position with the Company. Pursuant to the terms of the employment agreement between the Company and Mr. Lin, the Company will continue to pay Mr. Lin's base salary for one year following his termination of employment, together with the premiums necessary for Mr. Lin to maintain health insurance coverage for 18 months following his termination of employment.

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: August 13, 2009

AXT, INC.

By:

**/S/ WILSON W. CHEUNG
Wilson W. Cheung
Chief Financial Officer**