

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

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