

AXT INC  
Form 8-K  
February 02, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 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): **January 29, 2010**

**AXT, INC.**

(Exact name of registrant as specified in its charter)

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

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**4281 Technology Drive**

**Fremont, California 94538**

(Address of principal executive offices) (Zip Code)

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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))
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***Item 1.01 Entry into a Material Definitive Agreement***

On January 29, 2010, AXT, Inc., ( **AXT** or **the Company** ) entered into a supply agreement with AZUR SPACE Solar Power GmbH ( **AZUR SPACE** ).

Under the terms of the Agreements, AZUR SPACE shall purchase from AXT germanium substrates over a period of five years.

The Agreement is filed as **Exhibits 10.31** to this Form 8-K. As the Company has applied for confidential treatment from the Securities and Exchange Commission with respect to certain commercially sensitive pricing terms contained in the Agreements, such terms have been redacted from **Exhibit 10.31** and have been replaced by the symbol **\*\*\***.

A copy of the press release announcing this production order is attached hereto as **Exhibit 99.1** and is incorporated herein by reference.

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

(d) Exhibits

10.31 Supply Agreement signed January 29, 2010 between AXT, Inc. and AZUR SPACE Solar Power GmbH. \*

99.1 Press Release announcing entry into Supply Agreement with AZUR SPACE dated February 2, 2010.

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\* Confidential treatment has been requested of the Securities and Exchange Commission for portions of this exhibit.

**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: February 2, 2010

By:

/s/ Raymond A. Low  
Raymond A. Low  
Chief Financial Officer

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
10.31	Supply Agreement signed January 29, 2010 between AXT, Inc. and AZUR SPACE Solar Power GmbH.*
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