

AXT INC  
Form 8-K  
January 31, 2005

**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 24, 2005**

**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.)
<b>4281 Technology Drive</b>				
<b>Fremont, California 94538</b>				
(Address of principal executive offices) (Zip Code)				
Registrant's telephone number, including area code: <b>(510) 683-5900</b>				

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 7.01 Regulation FD Disclosure*

On January 24, 2005, a subsidiary of the Company entered into an agreement to sell the building owned in Monterey Park, California, comprising approximately 21,500 square feet. The purchase price is \$1.4 million and the sale is expected to close in the second quarter of 2005.

**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 31, 2005

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