## Edgar Filing: YOUNG MORRIS S - Form 4

| YOUNG M<br>Form 4  |   |              |   |  |   |  |  |  |                          |  |  |
|--|---|--------------|---|--|---|--|--|--|--------------------------|--|--|
| November   |   |              |   |  |   |  |  | OMB A  | PPROVAL                  |  |  |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 |   |              |   |  |   |  |  | NOMB<br>Number:  | 3235-0287                |  |  |
| Check t<br>if no lo<br>subject<br>Section<br>Form 4<br>Form 5                  | MENT OI                                 |              | SECU  | Estimated burden hou                   | Expires:January 31,<br>2005Estimated average<br>burden hours per<br>response0.5 |  |  |  |                          |  |  |
| obligati<br>may co<br><i>See</i> Inst<br>1(b).                                 | ntinue. Section 17(                     | (a) of the I | Public U  | Jtility Ho                             | lding Co  |  | ange Act of 1934,<br>et of 1935 or Section<br>1940   | on   |                          |  |  |
| (Print or Type   | e Responses)                            |              |   |  |   |  |  |  |                          |  |  |
| 1. Name and Address of Reporting Person <u>*</u><br>YOUNG MORRIS S             |   |              | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>AXT INC [AXTI] |  |   |  | 5. Relationship of Reporting Person(s) to<br>Issuer  |  |                          |  |  |
| (Last)   | (First) (A                              | Middle)      |   | of Earliest 7                          | Fransaction   | 1  | (Check all applicable)   |  |                          |  |  |
| 4281 TECHNOLOGY DRIVE  |   |              | (Month/Day/Year)<br>11/24/2010  |  |   |  | _X_Director10% Owner<br>_X_Officer (give titleOther (specify<br>below) below)<br>Chief Executive Officer   |  |                          |  |  |
| (Street)<br>FREMONT, CA 94538  |   |              | 4. If Amendment, Date Original<br>Filed(Month/Day/Year)                 |  |   |  | <ul> <li>6. Individual or Joint/Group Filing(Check<br/>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul> |  |                          |  |  |
| (City)   | (State)                                 | (Zip)        | <b>7</b> 1  | 1 <b>1</b> N                           | <b>D</b> • 4  | G  | Person   | e p et   |                          |  |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) |              | ed<br>Date, if  | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Secur  | ities<br>d (A) or<br>d of (D)<br>4 and 5)<br>(A)<br>or | Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)   | of, or Beneficia<br>6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect |  |  |
| Domindor D   | mort on a congrate line                 | for each al  | nas of soo  |  |   |  |  |  |                          |  |  |
| Kenninder: Ke  | eport on a separate line                | FIOT EACH CI | ass of sec  | unues dent                             | Pers<br>infor<br>requ   | ons who re<br>mation cou<br>ired to resp<br>ays a curr | espond to the colle<br>ntained in this form<br>pond unless the fo<br>ently valid OMB co  | i are not<br>rm  | SEC 1474<br>(9-02)       |  |  |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.        | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti | orDerivative | Expiration Date         | Underlying Securities  |
| Security    | or Exercise |                     | any                | Code      | Securities   | (Month/Day/Year)        | (Instr. 3 and 4)       |

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| (Instr. 3)      | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. 8) | or D<br>(D) | uired (A)<br>isposed of<br>r. 3, 4,<br>5) |                     |                    |                 |                                     |
|-----------------|------------------------------------|------------|------------------|------------|-------------|---|---------------------|--------------------|-----------------|-------------------------------------|
|                 |                                    |            |                  | Code V     | / (A)       | (D)                                       | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Common<br>Stock | \$ 1.38                            | 11/24/2010 |                  | S          |             | 13,000                                    | 07/21/2007          | 07/21/2013         | Common<br>Stock | 13,000                              |

## **Reporting Owners**

| Reporting Owner Name / Address                               | Relationships |           |              |             |  |  |  |
|--|---------------|-----------|--------------|-------------|--|--|--|
|  | Director      | 10% Owner | Officer      | Other       |  |  |  |
| YOUNG MORRIS S<br>4281 TECHNOLOGY DRIVE<br>FREMONT, CA 94538 | Х             |           | Chief Execut | ive Officer |  |  |  |
| Signatures   |               |           |              |             |  |  |  |
| /s/ Morris S. Young by power o attorney                      | f             | 11/24/2   | 2010         |             |  |  |  |
| **Signature of Reporting Person                              |               | Dat       |              |             |  |  |  |

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.