Edgar Filing: AXT INC - Form 4/A

AXT INC

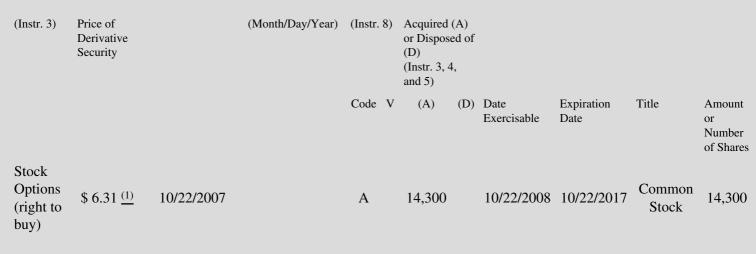
Form 4/A										
November 2	8, 2007									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							N OMB	PPROVAL 3235-0287		
Check th if no long subject to Section 1 Form 4 c Form 5	ger STATEN 16. or		Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: Estimated burden hou response.	Number: January 31, Expires: 2005 Estimated average burden hours per response 0.5	
obligatio may cont See Instr 1(b).	ns Section 17(Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								
(Print or Type]	Responses)									
			2. Issuer Name and Ticker or Trading Symbol AXT INC [AXTI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Middle)	3. Date c	of Earliest T	ransaction		(Ch	eck all applicabl	e)	
			(Month/Day/Year) 10/22/2007				Director X Officer (gi below) Presic		% Owner her (specify hons	
Filed(M			Filed(Mo	If Amendment, Date Original ed(Month/Day/Year))/23/2007			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
FREMONT	, CA 94538						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-]	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Rer	oort on a separate line	e for each cla	ss of sec	urities bene	ficially ow	ned directly of	or indirectly.			
	, Faranta and				Perso	ons who res	pond to the colle		SEC 1474	

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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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Reporting Owners

Reporting Owner Name / Address			Relationships	elationships		
i o	Director	10% Owner	Officer	Other		
Zhang Davis 4281 TECHNOLOGY DRIVE FREMONT, CA 94538			President, JV Operations			
Signatures						
/s/ Davis Zhang, by power of attorney		11/28/200	7			

<u>**</u>Signature of Reporting Person

Date

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).

(1) Exercise price of \$6.31 was inadvertently transposed as \$6.13 on the original Form 4 filed on 10/23/07.

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.