

AXT INC
Form 4
December 01, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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)

1. Name and Address of Reporting Person *
Ochrym Robert G

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)
4281TECHNOLOGY DRIVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/29/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Business Development

FREMONT, CA 94538

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	11/29/2016		M	687 A \$ 2.91	36,687	D	
Common Stock	11/29/2016		M	7,752 A \$ 2.47	44,439	D	
Common Stock	11/29/2016		S	8,439 D \$ 5	36,000	D	
Common Stock	11/30/2016		M	4,248 A \$ 2.47	40,248	D	
Common Stock	11/30/2016		M	5,250 A \$ 2.18	45,498	D	

Edgar Filing: AXT INC - Form 4

Common Stock 11/30/2016 S 9,498 D \$ 4.95 36,000 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option	\$ 2.91	11/29/2016		M	687	11/05/2013 11/05/2022	Common Stock	687
Stock Option	\$ 2.47	11/29/2016		M	7,752	11/03/2015 11/03/2024	Common Stock	7,752
Stock Option	\$ 2.47	11/30/2016		M	4,248	11/03/2015 11/03/2024	Common Stock	4,248
Stock Option	\$ 2.18	11/30/2016		M	5,250	11/02/2016 11/02/2025	Common Stock	5,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ochrym Robert G 4281 TECHNOLOGY DRIVE FREMONT, CA 94538			VP Business Development	

Signatures

/s/ Robert G Ochrym, by power of attorney 12/01/2016

__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).

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.