

AXCELIS TECHNOLOGIES INC

Form 4

February 19, 2015

**FORM 4**

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

OMB APPROVAL

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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 \*  
Lawson Douglas A.

2. Issuer Name and Ticker or Trading Symbol  
AXCELIS TECHNOLOGIES INC  
[ACLS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/17/2015

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, Corporate Mktg & Strategy

C/O AXCELIS TECHNOLOGIES, INC., 108 CHERRY HILL DRIVE

(Street)

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

BEVERLY, MA 01915

(City) (State) (Zip)

**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 or Price		
Common Stock	02/17/2015		M		7,088 A \$ 1.6	22,186	D
Common Stock	02/17/2015		M		18,750 A \$ 1.99	40,936	D
Common Stock	02/17/2015		S		3,188 D \$ 2.8	37,748	D
Common Stock	02/17/2015		S		3,900 D \$ 2.81	33,848	D
Common Stock	02/17/2015		S		15,250 D \$ 2.76	18,598	D

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Common Stock	02/18/2015		M	57,912	A	\$ 1.6	76,510	D	
Common Stock	02/18/2015		S	21,687	D	\$ 2.7	54,823	D	
Common Stock	02/18/2015		S	6,700	D	\$ 2.72	48,123	D	
Common Stock	02/18/2015		S	11,504	D	\$ 2.73	36,619	D	
Common Stock	02/18/2015		S	13,596	D	\$ 2.74	23,023	D	
Common Stock	02/18/2015		S	1,825	D	\$ 2.75	21,198	D	
Common Stock	02/18/2015		S	2,500	D	\$ 2.76	18,698	D	
Common Stock	02/18/2015		S	100	D	\$ 2.77	18,598	D	
Common Stock							12,500	I	Held by Spouse

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

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 1.6	02/17/2015		M	7,088	07/15/2014	07/15/2020	Common Stock	7,088
Stock Option (right to buy)	\$ 1.99	02/17/2015		M	18,750	07/15/2014 <sup>(1)</sup>	07/15/2020	Common Stock	18,750

buy)

Stock

Option  
(right to  
buy)

\$ 1.6

02/18/2015

M

57,912

07/15/2014

07/15/2020

Common  
Stock

57,912

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lawson Douglas A. C/O AXCELIS TECHNOLOGIES, INC. 108 CHERRY HILL DRIVE BEVERLY, MA 01915			EVP, Corporate Mktg & Strategy	

## Signatures

Lynnette C. Fallon, as attorney in fact for Douglas A.  
Lawson

02/19/2015

\*\*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) These options are from an original grant of 75,000 shares, of which 25% were vested on 7/15/2014, and 25% will vest on each of 7/15/2015, 7/15/2016 and 7/15/2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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