

AXCELIS TECHNOLOGIES INC

Form 4

November 19, 2014

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lawson Douglas A.

(Last) (First) (Middle)

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

(Street)

BEVERLY, MA 01915

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/18/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
EVP, Corporate Mktg & Strategy

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/18/2014		M		24,748	A	\$ 1.6	39,846	D	
Common Stock	11/18/2014		S		24,748	D	\$ 2.19	15,098	D	
Common Stock	11/19/2014		M		5,252	A	\$ 1.6	20,350	D	
Common Stock	11/19/2014		M		12,500	A	\$ 1.59	32,850	D	
Common Stock	11/19/2014		M		12,500	A	\$ 0.93	45,350	D	

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Common Stock	11/19/2014	S	30,252	D	\$ 2.13	15,098	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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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Owned or Controlled
Non-qualified stock option (right to buy)	\$ 1.6	11/18/2014		M		24,748		07/15/2015 ⁽¹⁾	07/15/2021	Common Stock	2
Non-qualified stock option (right to buy)	\$ 1.6	11/19/2014		M		5,252		07/15/2015 ⁽²⁾	07/15/2021	Common Stock	
Non-qualified stock option (right to buy)	\$ 1.59	11/19/2014		M		12,500		01/15/2014	01/15/2020	Common Stock	1
Non-qualified stock option (right to buy)	\$ 0.93	11/19/2014		M		12,500		07/15/2016 ⁽³⁾	07/15/2019	Common Stock	1

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

11/19/2014

__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 became exercisable as to 10,000 shares on each of 7/15/2012, 7/15/2013 and 7/15/2014, and will become exercisable as to the remaining 10,000 shares on 7/15/2015, assuming continuation of employment.
- (2) These options became exercisable as to 10,000 shares on each of 7/15/2012, 7/15/2013 and 7/15/2014, and will become exercisable as to the remaining 10,000 shares on 7/15/2015, assuming continuation of employment.
- (3) These options became exercisable as to 12,500 shares on each of 7/15/2013 and 7/15/2014, and will become exercisable as to 12,500 shares on each of 7/15/2015 and 7/15/2016, assuming continuation of employment.

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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