

Lawson Douglas A.  
Form 4/A  
February 12, 2019

**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

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response... 0.5

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/01/2018

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

BEVERLY, MA 01915

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
06/01/2018

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

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
Common Stock	06/01/2018		S	V Amount Price 3,000 D \$ 21.72	46,450 <sup>(1)</sup>	D	
Common Stock	06/01/2018		S	1,554 D \$ 21.71	44,896 <sup>(1)</sup> <sup>(2)</sup>	D	
Common Stock	06/01/2018		M	1,953 A \$ 12.04	46,849 <sup>(1)</sup> <sup>(2)</sup>	D	
Common Stock	06/01/2018		S	1,953 D \$ 21.74	44,896 <sup>(1)</sup> <sup>(2)</sup>	D	
Common Stock					3,125	I	Held by spouse

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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)	8. Amount or Number of Shares
Stock option (right to buy)	\$ 12.04	06/01/2018		M	1,953	04/15/2018 07/15/2022	Common Stock	1,953

## 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

02/12/2019

\*\*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) Of the shares held as of June 1, 2018, 31,286 were issuable on vesting of restricted stock units granted to the executive under the 2012 Equity Incentive Plan and are subject to forfeiture.
- (2) The original Form 4, filed on June 1, 2018, is being amended by this Form 4 amendment solely to correct an administrative error, which misreported a sale that occurred on June 1, 2018 as a total of 1,154 shares sold when in fact 1,554 shares of the Issuer's common stock were sold. As a result of this administrative error, the number of shares beneficially owned by the reporting person following the

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corrected transaction reflects a reduction of 400 shares.

- (3) These options will vest as to 20% of the unvested shares each of October 15,2018, January 15,2019, April 15,2019 and July 15,2019 if the executive remains in the service of the Company on such vesting date.

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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