

AXCELIS TECHNOLOGIES INC

Form 4

May 15, 2015

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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(Print or Type Responses)

1. Name and Address of Reporting Person *
FALLON LYNNETTE C

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)
05/14/2015

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Executive VP, HR/Legal

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)
____X____ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---------|------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 05/14/2015 | | M | | 125,000 | A | \$ 0.7 | 211,287 | D |
| Common Stock | 05/14/2015 | | S | | 21,600 | D | \$ 3.12 | 189,687 | D |
| Common Stock | 05/14/2015 | | S | | 32,321 | D | \$ 3.13 | 157,366 | D |
| Common Stock | 05/14/2015 | | S | | 19,101 | D | \$ 3.14 | 138,265 | D |
| Common Stock | 05/14/2015 | | S | | 29,339 | D | \$ 3.15 | 108,926 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|---------|--------|---|
| Common Stock | 05/14/2015 | S | 21,939 | D | \$ 3.16 | 86,987 | D |
| Common Stock | 05/14/2015 | S | 700 | D | \$ 3.17 | 86,287 | D |

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 of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Underlying Securities Number of Shares |
| Stock Option (right to buy) | \$ 0.7 | 05/14/2015 | | M | 125,000 | 11/17/2012 11/17/2018 | Common Stock 125,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|--|
| FALLON LYNNETTE C C/O AXCELIS TECHNOLOGIES, INC. 108 CHERRY HILL DRIVE BEVERLY, MA 01915 | Director 10% Owner Officer Other Executive VP, HR/Legal |

Signatures

Lynnette C. Fallon 05/15/2015

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).

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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