### SEC Form 4

## 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

			or Section 30(h) of the Investment Company Act of 1940						
1. Name and Address of Reporting Person <sup>*</sup> PUMA MARY G			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>AXCELIS TECHNOLOGIES INC</u> [ ACLS ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>POMA MARI G</u>				X	Director	10% Owner			
(Last)	.ast) (First) (Middle)		3. Date of Earliest Transaction (Month/Dav/Year)	x	Officer (give title below)	Other (specify below)			
. ,	S TECHNOLO	( )	12/05/2019		President and CEO				
108 CHERRY	HILL DRIVE								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filir	ng (Check Applicable			
BEVERLY	МА	01915		X	Form filed by One Rep	porting Person			
					Form filed by More that Person	an One Reporting			
(City)	(State)	(Zip)		1					

### 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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	12/05/2019		М		18,169	A	\$7.96	368,042(1)	D		
Common Stock	12/05/2019		S		18,169	D	\$22.43 <sup>(2)</sup>	349,873(1)	D		
Common Stock								6,000	I	Held by Spouse	

# 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. Transa Code ( 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$7.96	12/05/2019		М			18,169	07/15/2017	07/15/2020	Common Stock	18,169	\$0.00	0	D	

Explanation of Responses:

1. Of the shares held as of December 5, 2019, 167,676 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 price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$22.31 to 22.62, inclusive. The reporting person undertakes to provide to Axcelis Technologies, Inc., any security holder of Axcelis Technologies, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.

**Remarks:** 

Lynnette C. Fallon, as attorney in fact for Mary G. Puma

12/05/2019

Date

\*\* Signature of Reporting Person

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

\* 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.

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 Number.