

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Lawson Douglas A.</u> (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 <u>AXCELIS TECHNOLOGIES INC [ACLS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Corporate Mktg & Strategy</u>
	3. Date of Earliest Transaction (Month/Day/Year) 11/18/2014	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	
Common Stock	11/19/2014		S		30,252	D	\$2.13	15,098	D	
Common Stock								12,500	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. 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 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				
Non-qualified stock option (right to buy)	\$1.6	11/18/2014		M		24,748		07/15/2015 ⁽¹⁾	07/15/2021	Common Stock	24,748	\$0	15,252	D	
Non-qualified stock option (right to buy)	\$1.6	11/19/2014		M		5,252		07/15/2015 ⁽²⁾	07/15/2021	Common Stock	5,252	\$0	10,000	D	
Non-qualified stock option (right to buy)	\$1.59	11/19/2014		M		12,500		01/15/2014	01/15/2020	Common Stock	12,500	\$0	0	D	
Non-qualified stock option (right to buy)	\$0.93	11/19/2014		M		12,500		07/15/2016 ⁽³⁾	07/15/2019	Common Stock	12,500	\$0	25,000	D	

Explanation of Responses:

- 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.
- 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.

Lynette C. Fallon, as attorney
in fact for Douglas A. Lawson 11/19/2014

** Signature of Reporting Person Date

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.