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FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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

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

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

1. Name and Address of Reporting Person* PUMA MARY G				AXCELIS TECHNOLOGIES INC [ ACLS								(Check all applicable)							
1 ONA	WIAICI	<u>J</u>			<u> </u>									X	Direc	tor		10% O	wner
(Last)	(Fir	est) (N	/liddle)											X	Office below	er (give title /)		Other (s	specify
C/O AXCELIS TECHNOLOGIES, INC.						3. Date of Earliest Transaction (Month/Day/Year) 12/08/2022								President and CEO					
108 CHERRY HILL DRIVE					12/00/2022														
						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) BEVERI	LY M.	•	1915											X	Form	filed by On	e Rep	orting Pers	on
DEVEKI	LI IVI	A 0	1913												Form filed by More than One Reporting				orting
(City)	(St	ate) (Z	<u>Z</u> ip)												Perso	on			
		Table	I - No	on-Deriva	ative \$	Secu	rities	Acc	quirec	l, Dis	sposed of	, or B	enefic	ially	Own	ed			
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 and 5) Secur Benef Owne		cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price		Report Transa (Instr. :	ed ction(s) 3 and 4)			(Instr. 4)
Common Stock 12/				12/08/2	022				S		4,202	D	\$80	31(1) 39		393,511(2)		D	
Common Stock													5,000		1 1	By spouse			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of	2.	3. Transaction	3A D		4.		_	ımber			cisable and	7. Title		÷	rice of	9. Number	of	10.	11. Nature
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security  Date (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Code (Instr. 8)				of Deriv Secu Acqu (A) o Dispo	vative prities priced or osed ) r. 3, 4	Expira	ation D h/Day/	Date Amount of		nt of ities lying ative ity (Instr.	Dei Sed (Ins	rivative curity etr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares						

## **Explanation of Responses:**

## Remarks:

Lynnette C. Fallon, as attorney 12/08/2022 in fact for Mary G. Puma

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

<sup>1.</sup> The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$80.07 to \$80.68, 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.

<sup>2.</sup> Of the shares held as of December 8, 2022, 118,906 were issuable on vesting of restricted stock units granted to the executive under the 2012 Equity Incentive Plan and are subject to forfeiture.