## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

washington,	D.C.	2034

Washington, D.S. 200-10	OMB APPROVAL			
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-02		
	Estimated average burden			

0.5

Estimated average burden hours per response: Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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

					or Se	ection	30(n)	of the II	nvestme	nt Cor	npany Act	ot 19	40							
1. Name and Address of Reporting Person*					2. Issuer Name and Ticker or Trading Symbol AXCELIS TECHNOLOGIES INC [ ACLS ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
													1	X Dir	ector		10% C	wner		
		HNOLOGIES, I	(Middle)				3. Date of Earliest Transaction (Month/Day/Year) 07/15/2008								Off bel		Other (specify below)			
108 CHERRY HILL DRIVE				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)							
(Street)															X Form filed by One Reporting Person					
BEVERLY MA 01915														Form filed by More than One Reporting Person						
(City)	(St	ate) (	Zip)																	
		Tabl	e I - Noi	n-Deriv	ative :	Seci	uritie	s Acc	uired,	Dis	posed o	f, o	r Bene	efici	ally Owr	ed				
1. Title of Security (Instr. 3)  2. Transa Date (Month/D.			Exe Day/Year) if ar		A. Deemed recution Date, any lonth/Day/Year)		Transaction Disp Code (Instr. 5)		Disposed	curities Acquired (A sed Of (D) (Instr. 3,			nd Secu Bene Own	nount of rities ficially ed Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rect lirect	7. Nature of Indirect Beneficial Ownership			
							Code	v	Amount		(A) or (D)	Price		rted saction(s) r. 3 and 4)			(Instr. 4)			
Common Stock 07/15/					5/2008			A		20,492 A		\$0	63,685		D					
		Та	able II - I								sed of, onvertib				y Owne	t				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transaction Code (Instr. 8)		of		6. Date E Expiratio (Month/E		Amount of Securities Underlying Derivative Security (Instr. and 4)			8. Price of Derivative Security (Instr. 5)		Owner Form Direct or Ind (I) (In		11. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Date .		Expiration	or		ount nber						

## **Explanation of Responses:**

1. These shares are restricted stock granted under the 2000 Stock Plan and will vest on January 15, 2009.

Lynnette C. Fallon, as attorney 07/16/2008 in fact for Patrick H. Nettles

\*\* 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.