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 or Section 30(h) of the Investment Company Act of 1940

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				or Sec	tion 30(h) of the In	vestmer	nt Con	ipany Act of 19	940						
1. Name and Address of Reporting Person* BASSETT STEPHEN G					er Name and Ticker ELIS TECHI	NOLO	DĞI	ES INC [4		all applicable) Director Officer (give title	g Person(s) to Issuer 10% Owner Other (specify				
(Last) 108 CHERRY	(First) HILL DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 12/18/2003							below) below) Chief Financial Officer						
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)				
BEVERLY	MA	01915									Form filed by One Reporting Person				
(City)	(State)	(Zip)								Form filed by More than One Reporting Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
Date			2. Transactic Date (Month/Day/	Execution Date,		3.4. Securities Acquired (A)TransactionDisposed Of (D) (Instr. 3, 4)Code (Instr.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				
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puts, cans, 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) 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				
Stock option (right to buy)	\$9.9	12/18/2003		A ⁽¹⁾			20,000	06/30/2004 ⁽²⁾	12/18/2013	Common Stock	20,000	\$0.00	20,000	D	

Explanation of Responses:

1. Granted Pursuant to the Axcelis Technologies, Inc. 2000 Stock Plan.

2. Exercisability will accelerate on certain events.

Lynnette C. Fallon, as attorney-

12/19/2003

** Signature of Reporting Person Date

in-fact for Stephen G. Bassett

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.