SEC F	orm 4
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## 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

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

1. Name and Add Lawson Do	dress of Reporting Duglas A.	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>AXCELIS TECHNOLOGIES INC</u> [ ACLS ]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner			
-				- X	Officer (give title below)	Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		,	,		
C/O AXCELI	IS TECHNOLO	GIES, INC.	06/01/2018		EVP, Corporate Mk	lig & Strategy		
108 CHERRY HILL DRIVE								
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				Line)				
(Street) BEVERLY	МА	01915		X	Form filed by One Re	porting Person		
	19171	01313			Form filed by More the Person	an One Reporting		
(City)	(State)	(Zip)						

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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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	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)
Common Stock	06/01/2018		S		3,000	D	\$21.72	46,450(1)	D	
Common Stock	06/01/2018		S		1,154	D	\$21.71	45,296(1)	D	
Common Stock	06/01/2018		М		1,953	A	\$12.04	47,249(1)	D	
Common Stock	06/01/2018		S		1,953	D	\$21.74	45 <b>,</b> 296 <sup>(1)</sup>	D	
Common Stock								3,125	Ι	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 Deri Seci Acq (A) o Disp of (E	osed )) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		and 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)	\$12.04	06/01/2018		М			1,953	04/15/2018	07/15/2022	Common Stock	1,953	\$0.00	9,766 <sup>(2)</sup>	D	

## **Explanation of Responses:**

1. Of the shares held as of June 1, 2018, 31,286 were issuable on vesting of restricted stock units granted to the executive under the 2012 Equity Incentive Plan and are subject to forfeiture.

2. These options will vest as to 20% of the unvested shares each of October 15,2018, January 15,2019, April 15,2019 and July 15,2019 if the executive remains in the service of the Company on such vesting date.

#### **Remarks:**

Ly	<u>/nr</u>	lette	C. I	<u>Fallon,</u>	as	<u>attorney</u>	06/01/2018
	•		D			-	00/01/2010

in fact for Douglas A. Lawson 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.