SEC Form 4

 \square

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

| | | | 01 36 | | vesiment con | party Act of 1940 | | | | | | |
|--|-----------------------|----------|------------------|--|----------------|----------------------------------|---|--|------------------------------------|---------------|--|--|
| | ress of Reporting F | Person* | | er Name and Ticke CELIS TECH | υ. | /mbol E <u>S INC</u> [ACLS] | | ationship of Reportin all applicable) | ng Person(s) to Is | ssuer | | |
| FLETCHEF | <u>KRJUHN</u> | | | | | L = - J | X | Director | 10% 0 | Dwner | | |
| (Last) 108 CHERRY | (First) HILL DRIVE | (Middle) | 3. Date 07/15 | e of Earliest Transa /2014 | ction (Month/D | ay/Year) | 1 | Officer (give title below) | Other below | (specify) | | |
| | | | 4 If Ar | mendment, Date of | Original Filed | (Month/Day/Vear) | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) | | | [4. II A | nendment, Date of | Oliginari neu | (Month/Day/Tear) | Line) | | ST ming (Check A | phicable | | |
| BEVERLY | МА | 01915 | | | | | X | Form filed by One | Form filed by One Reporting Person | | | |
| , | | 01010 | | | | | | Form filed by Mo Person | re than One Rep | orting | | |
| (City) | (State) | (Zip) | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | |
| 1 Title of Securit | y (Instr 2) | | 2 Transaction | 24 Deemed | 2 | 4 Securities Acquired (A |) or | E Amount of | 6 Ownership | 7 Noturo | | |

| 1. Title of Security (Instr. 3) | 3) 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned Following | (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|---|---|-----------------------------|---|---|---------------|-------|--|-----------------------------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (1130.4) |

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

| (eigi, pars, varians, oprioris, convertise 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 | | 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) | \$1.8 | 07/15/2014 | | A ⁽¹⁾ | | 40,000 | | 01/11/2015 | 07/15/2021 | Common Stock | 40,000 | \$0 | 40,000 | D | |

Explanation of Responses:

1. Granted pursuant to the Axcelis Technologies, Inc. 2012 Equity Incentive Plan.

Lynnette C. Fallon, as attorney in fact for R. John Fletcher

07/16/2014

** 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.