| SEC For  | rm 4  |  |  |   |   |  |  |  |                 |          |   |   |   |   |                         |
|--|---|--|--|---|---|--|--|--|-----------------|----------|---|---|---|---|-------------------------|
|  | 4   | UNITE                                      | D STA                                      | TES   | SECURITIE<br>Washin   | IS AN  |  |  | NGE C           | ОММ      | ISSION  |   |   | OVAL  |                         |
| Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). |   |  |  | TEMENT OF CHANGES IN BENEFICIAL OWNER<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934<br>or Section 30(h) of the Investment Company Act of 1940 |   |  |  |  |                 |          |   | SHIP  | Estin   | 8 Number:<br>nated average bur<br>s per response:   | 3235-0287<br>den<br>0.5 |
| 1. Name and Address of Reporting Person*<br><u>PUMA MARY G</u>   |   |  |  | 2. Issuer Name and Ticker or Trading Symbol<br><u>AXCELIS TECHNOLOGIES INC</u> [ ACLS ]   |   |  |  |  |                 |          | ieck all appli<br>X Direct                        |   | ) to Issuer<br>0% Owner<br>0ther (specify   |   |                         |
|  | `   | irst)<br>CHNOLOGIES,<br>L DRIVE            | (Middle)<br>INC.                           |   |   | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/11/2021 |  |  |                 |          |   |   | r (give title<br>)<br>Presider  | nt and CEO  |                         |
| (Street)<br>BEVERLY MA 01915   |   |  |  |   | 4. If A   | 4. If Amendment, Date of Original Filed (Month/Day/Year)       |  |  |                 |          |   |   | <ul> <li>6. Individual or Joint/Group Filing (Check Applicable<br/>Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting<br/>Person</li> </ul> |   |                         |
| (City)   | (S  | itate)                                     | (Zip)                                      |   |   |  |  |  |                 |          |   | 1 0130  |   |   |                         |
|  |   | Tak  | ole I - No                                 | n-Deriv   | ative \$  | Securities Ac  | quired   | l, Dis   | posed of        | f, or Be | neficial  | ly Owned  | ł   |   |                         |
|  |   |  | 2. Transaction<br>Date<br>(Month/Day/Year) |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8)                        |  | 4. Securities Acquired (A) o<br>Disposed Of (D) (Instr. 3, 4 |                 |          | 4 and 5) Securities<br>Beneficially<br>Owned Foll |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |                         |
|  |   |  |  |   |   | Code   | v  | Amount (A) or<br>(D)   |                 | Price    | Reporte<br>Transao<br>(Instr. 3                   | tion(s)   |   | (Instr. 4)  |                         |
| Common Stock   |   |  |  | 03/11/2021  |   |  | М  |  | 75,000          | A        | \$12.0  | 4 454   | ,126 <sup>(1)</sup>   | D   |                         |
| Common Stock   |   |  |  | 03/11/2021  |   |  | S  |  | 75,000          | D        | \$39.39   | (2) 379   | ,126 <sup>(1)</sup>   | D   |                         |
| Common Stock   |   |  |  |   |   |  |  |  |                 |          |   | 6   | ,000  | I   | Held by<br>spouse       |
|  |   |  | Table II ·                                 |   |   | ecurities Acqu<br>alls, warrants                               |  |  |                 |          |   | Owned   |   |   |                         |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of | 3. Transaction<br>Date<br>(Month/Day/Year) | Execution Date, 1                          |   | ransacti<br>Code (Ins                                       |  | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Year |  | e of Securities |          | ies<br>g  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Numbo<br>derivativ<br>Securitie<br>Beneficia   | ve Ownersh<br>es Form:                              | Beneficial              |

|                                      | or Exercise<br>Price of<br>Derivative<br>Security | (Month/Day/Year) | if any<br>(Month/Day/Year) | Code (Instr.<br>8) |   | Or<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D) (Instr.<br>3, 4 and 5) |        | (Month/Day/Year)    |                    | Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | Security<br>(Instr. 5) | Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Or indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--------------------------------------|---|------------------|----------------------------|--------------------|---|---|--------|---------------------|--------------------|---|--|------------------------|--|--|--|
|                                      |   |                  |                            | Code               | v | (A)   | (D)    | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |                        |  |  |  |
| Stock<br>Option<br>(right to<br>buy) | \$12.04   | 03/11/2021       |                            | М                  |   |   | 75,000 | 07/15/2019          | 07/15/2022         | Common<br>Stock                                       | 75,000                                 | \$0.00                 | 0  | D  |  |

## **Explanation of Responses:**

1. Of the shares held as of March 11, 2021, 124,379 were issuable on vesting of restricted stock units granted under the 2012 Equity Incentive Plan and are subject to forfeiture.

2. The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$39.01 to \$40.00, 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.

**Remarks:** 

Lynnette C. Fallon, as attorney 03/12/2021

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.

\* 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.