

AXCELIS TECHNOLOGIES INC

Form 4

February 08, 2017

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FALLON LYNNETTE C

2. Issuer Name **and** Ticker or Trading  
Symbol  
AXCELIS TECHNOLOGIES INC  
[ACLS]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O AXCELIS TECHNOLOGIES,  
INC., 108 CHERRY HILL DRIVE

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/06/2017

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Executive VP, HR/Legal

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

BEVERLY, MA 01915

(City) (State) (Zip)

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

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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	
Common Stock	02/06/2017		M		32,504	A	\$ 3.72	80,780 <sup>(1)</sup> D
Common Stock	02/06/2017		S		178	D	\$ 16.6	80,602 D
Common Stock	02/06/2017		S		1,138	D	\$ 16.55	79,464 D
Common Stock	02/06/2017		S		13,500	D	\$ 16.5	65,964 D
Common Stock	02/06/2017		S		500	D	\$ 16.525	65,464 D

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Common Stock	02/06/2017	S	7,400	D	\$ 16.45	58,064	D
Common Stock	02/06/2017	S	1,700	D	\$ 16.48	56,364	D
Common Stock	02/06/2017	S	8,088	D	\$ 16.4	48,276	D
Common Stock	02/07/2017	M	4,996	A	\$ 3.72	53,272	D
Common Stock	02/07/2017	S	4,996	D	\$ 16.35	48,276 <sup>(1)</sup>	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative 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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 3.72	02/06/2017		M		32,504		07/16/2016	07/16/2019	Common Stock	32,504
Stock option (right to buy)	\$ 3.72	02/07/2017		M		4,996		07/16/2016	07/16/2019	Common Stock	4,996

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FALLON LYNNETTE C C/O AXCELIS TECHNOLOGIES, INC.	Executive VP, HR/Legal

108 CHERRY HILL DRIVE  
BEVERLY, MA 01915

## Signatures

Lynnette C.  
Fallon

02/07/2017

\_\_\_\_\_  
Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Of the shares held as of February 6, 2017 and February 7, 2017, 25,455 were issuable on vesting of restricted stock units granted under the 2012 Equity Incentive Plan and are subject to forfeiture.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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