

AXCELIS TECHNOLOGIES INC

Form 4

August 10, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Bintz William J

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)

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Engineering and Marketing

108 CHERRY HILL DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 08/08/2016 | | M | | 1,059 A \$ 4.64 | 48,262 ⁽¹⁾ | D |
| Common Stock | 08/08/2016 | | M | | 4,692 A \$ 3.72 | 52,954 | D |
| Common Stock | 08/08/2016 | | S | | 5,751 D \$ 11.98 | 47,203 | D |
| Common Stock | 08/09/2016 | | M | | 5,941 A \$ 4.64 | 53,144 | D |
| Common Stock | 08/09/2016 | | M | | 14,058 A \$ 3.72 | 67,202 | D |

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Common Stock 08/09/2016 S 19,999 D \$ 11.98 47,203 ⁽¹⁾ D

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

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SEC 1474
(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) | \$ 4.64 | 08/08/2016 | | M | 1,059 | 11/16/2013 11/16/2019 | Common Stock 25,000 |
| Stock option (right to buy) | \$ 3.72 | 08/08/2016 | | M | 4,692 | 07/16/2016 07/16/2019 | Common Stock 18,750 |
| Stock option (right to buy) | \$ 4.64 | 08/09/2016 | | M | 5,941 | 11/16/2013 11/16/2019 | Common Stock 23,941 |
| Stock option (right to buy) | \$ 3.72 | 08/09/2016 | | M | 14,058 | 07/16/2016 07/16/2019 | Common Stock 14,058 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Bintz William J
108 CHERRY HILL DRIVE
BEVERLY, MA 01915

EVP, Engineering and Marketing

Signatures

Lynnette C. Fallon, as attorney in fact for William
Bintz

08/10/2016

__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 August 9,2016, 27,274 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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