PUMA MARY G Form 4 July 17, 2012

FORM 4

subject to

Section 16.

Form 4 or

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

Check this box if no longer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * PUMA MARY G

2. Issuer Name and Ticker or Trading Symbol

3. Date of Earliest Transaction

AXCELIS TECHNOLOGIES INC

[ACLS]

(Month/Day/Year) 07/16/2012

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

(State)

(First)

(Street) 4. If Amendment, Date Original

(Middle)

(Zip)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

X_ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chairman, President and CEO

10% Owner

Other (specify

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

Issuer

below)

BEVERLY, MA 01915

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

(A)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) 6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

Estimated average

burden hours per

(Instr. 3 and 4) Code V Amount (D) Price

or

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

3. Transaction Date 3A. Deemed 1. Title of

(e.g., puts, calls, warrants, options, convertible securities)

5. Number of

6. Date Exercisable and **Expiration Date**

7. Title and Amount Underlying Securities

Derivative Conversion

(Month/Day/Year) Execution Date, if

TransactionDerivative

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(Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	(Instr. 8	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				(instr. 3 and 4)	
				Code \	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amous Number Shares
Stock option (right to	\$ 0.93	07/16/2012		A <u>(1)</u>	250,000)	07/16/2016(2)	07/16/2019	Common Stock	250,0

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PUMA MARY G
C/O AXCELIS TECHNOLOGIES, INC.
108 CHERRY HILL DRIVE
BEVERLY, MA 01915

Chairman, President and CEO

Signatures

buy)

Lynnette C. Fallon, as attorney in fact for Mary G.

Puma 07/17/2012

**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) Granted pursuant to the Axcelis Technologies, Inc. 2012 Equity Incentive Plan.
- (2) To become exercisable as to 25% of the shares granted on each of 7/16/2013, 7/16/2014, 7/16/2015 and 7/16/2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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