

AXCELIS TECHNOLOGIES INC
 Form 3
 January 19, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â FLYNN MATTHEW P</p> <p>(Last) (First) (Middle)</p> <p>C/O AXCELIS TECHNOLOGIES, INC., Â 108 CHERRY HILL DRIVE</p> <p>(Street)</p> <p>BEVERLY, Â MA Â 01915</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/10/2005</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AXCELIS TECHNOLOGIES INC [ACLS]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP, Customer Operations</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 895.5 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|---------------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Right to Buy (Stock Option) | 01/29/2000 | 01/27/2008 | Common Stock | 5,082 | \$ 10.44 | D | Â |
| Right to Buy (Stock Option) | 01/26/2002 | 01/26/2009 | Common Stock | 2,329 | \$ 8.43 | D | Â |
| Right to Buy (Stock Option) | 01/25/2003 | 01/25/2010 | Common Stock | 3,388 | \$ 8.44 | D | Â |
| Right to Buy (Stock Option) | 07/10/2004 | 07/10/2010 | Common Stock | 4,500 | \$ 22 | D | Â |
| Right to Buy (Stock Option) | 07/30/2005 ⁽¹⁾ | 07/30/2011 | Common Stock | 4,911 | \$ 14.1 | D | Â |
| Right to Buy (Stock Option) | 07/30/2005 ⁽²⁾ | 07/30/2011 | Common Stock | 4,910 | \$ 13.2 | D | Â |
| Right to Buy (Stock Option) | 06/21/2006 ⁽³⁾ | 06/21/2012 | Common Stock | 5,000 | \$ 10.28 | D | Â |
| Right to Buy (Stock Option) | 11/06/2005 ⁽⁴⁾ | 11/06/2012 | Common Stock | 15,500 | \$ 6.88 | D | Â |
| Right to Buy (Stock Option) | 06/21/2006 ⁽⁵⁾ | 06/21/2012 | Common Stock | 3,750 | \$ 5.85 | D | Â |
| Right to Buy (Stock Option) | 05/01/2007 ⁽⁶⁾ | 05/01/2013 | Common Stock | 11,250 | \$ 5.7 | D | Â |
| Right to Buy (Stock Option) | 05/01/2007 ⁽⁷⁾ | 05/01/2013 | Common Stock | 15,000 | \$ 11.48 | D | Â |
| Right to Buy (Stock Option) | 06/25/2008 ⁽⁸⁾ | 06/25/2014 | Common Stock | 15,000 | \$ 11.87 | D | Â |
| Right to Buy (Stock Option) | 06/25/2008 ⁽⁹⁾ | 06/25/2014 | Common Stock | 15,000 | \$ 7.97 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FLYNN MATTHEW P C/O AXCELIS TECHNOLOGIES, INC. 108 CHERRY HILL DRIVE BEVERLY, MA 01915 | Â | Â | Â VP, Customer Operations | Â |

Signatures

Lynnette C. Fallon, as
attorney-in-fact

01/19/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Exercisable as to 25% of the shares on each of 7/30/2002, 7/30/2003, 7/30/2004 and 7/30/2005.
 - (2) Exercisable as to 25% of the shares on each of 7/30/2002, 7/30/2003, 7/30/2004 and 7/30/2005.
 - (3) Exercisable as to 25% of the shares on 6/21/2003, 6/21/2004, 6/21/2005 and 6/21/2006.
 - (4) Exercisable as to 5,500 shares currently; exercisable as to 5,000 shares on each of 11/6/2005 and 11/6/2006.
 - (5) Exercisable as to 1,250 shares currently; exercisable as to 1,250 shares on each of 6/21/2005 and 6/21/2006.
 - (6) Exercisable as to 3,750 shares currently; exercisable as to 3,750 shares on each of 5/01/2006 and 5/01/2007.
 - (7) Exercisable as to 25% of the total shares on each of 5/01/2004, 5/01/2005, 5/01/2006 and 5/01/2007.
 - (8) Exercisable as to 25% of the total shares on each of 6/25/2005, 6/25/2006, 6/25/2007 and 6/25/2008.
 - (9) Exercisable as to 25% of the total shares on each of 6/25/2005, 6/25/2006, 6/25/2007 and 6/25/2008.

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.