

AXCELIS TECHNOLOGIES INC  
 Form 3  
 May 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 Namaroff Mark J</p> <p>(Last) (First) (Middle)</p> <p>108 CHERRY HILL DRIVE</p> <p>(Street)</p> <p>BEVERLY,Â MAÂ 01915</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/12/2005</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</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Senior VP Marketing</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</p> <p><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                    | 4,774.7   | D  | Â   |
| Common Stock                    | 666   | I  | Owned by Wife   |

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 | 3,388                      | \$ 10.44 | D                                     | Â |
| Right to Buy (Stock Option) | 07/10/2004                 | 07/10/2010      | Common Stock | 4,625                      | \$ 22    | D                                     | Â |
| Right to Buy (Stock Option) | 06/02/2005 <sup>(1)</sup>  | 06/02/2011      | Common Stock | 10,000                     | \$ 15.38 | D                                     | Â |
| Right to Buy (Stock Option) | 07/30/2005 <sup>(2)</sup>  | 07/30/2011      | Common Stock | 4,875                      | \$ 14.1  | D                                     | Â |
| Right to Buy (Stock Option) | 07/30/2005 <sup>(3)</sup>  | 07/30/2011      | Common Stock | 6,500                      | \$ 13.2  | D                                     | Â |
| Right to Buy (Stock Option) | 06/21/2006 <sup>(4)</sup>  | 06/21/2012      | Common Stock | 6,000                      | \$ 10.28 | D                                     | Â |
| Right to Buy (Stock Option) | 06/21/2006 <sup>(5)</sup>  | 06/21/2012      | Common Stock | 6,000                      | \$ 5.85  | D                                     | Â |
| Right to Buy (Stock Option) | 01/02/2007 <sup>(6)</sup>  | 01/02/2013      | Common Stock | 5,000                      | \$ 5.83  | D                                     | Â |
| Right to Buy (Stock Option) | 05/01/2007 <sup>(7)</sup>  | 05/01/2013      | Common Stock | 6,000                      | \$ 5.7   | D                                     | Â |
| Right to Buy (Stock Option) | 05/01/2007 <sup>(8)</sup>  | 05/01/2013      | Common Stock | 6,000                      | \$ 11.48 | D                                     | Â |
| Right to Buy (Stock Option) | 06/25/2008 <sup>(9)</sup>  | 06/25/2014      | Common Stock | 6,250                      | \$ 11.87 | D                                     | Â |
| Right to Buy (Stock Option) | 06/25/2008 <sup>(10)</sup> | 06/25/2014      | Common Stock | 6,250                      | \$ 7.97  | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| Namaroff Mark J<br>108 CHERRY HILL DRIVE<br>BEVERLY, MA 01915 | Â             | Â         | Â Senior VP Marketing | Â     |

## Signatures

Lynnette C. Fallon, as attorney-in-fact for Mark J. Namaroff 05/19/2005

\_\_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 06/02/2002, 06/02/2003, 06/02/2004 and 06/02/2005.
- (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 each of 7/30/2002, 7/30/2003, 7/30/2004 and 7/30/2005.
- (4) Exercisable as to 25% of the shares on 6/21/2003, 6/21/2004, 6/21/2005 and 6/21/2006.
- (5) Exercisable as to 25% of the shares on 6/21/2003, 6/21/2004, 6/21/2005 and 6/21/2006.
- (6) Exercisable as to 25% of the total shares on each of 01/02/2004, 01/02/2005, 01/02/2006 and 01/02/2007.
- (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 5/01/2004, 5/01/2005, 5/01/2006 and 5/01/2007.
- (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.
- (10) 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.