

Accelerate Diagnostics, Inc
 Form 4/A
 May 08, 2014

FORM 4

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

OMB APPROVAL

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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 *
FEINBERG LARRY N

(Last) (First) (Middle)

200 GREENWICH AVENUE

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Accelerate Diagnostics, Inc [AXDX]

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

04/28/2014

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

04/29/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

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, par value \$0.001 per share | 04/28/2014 | | X | | 29,096 | A | \$ 16.8 | 484,309 | I | See footnote (1) (6) |
| Common Stock, par value \$0.001 per share | 04/28/2014 | | X | | 703 | A | \$ 16.8 | 11,703 | I | See footnote (3) (6) |
| Common Stock, par | 04/28/2014 | | X | | 240,322 | A | \$ 16.8 | 4,000,003 | I | See footnote |

| | | | | | | | | |
|---|---------------------------|---|--------|---|---------|---------|---|----------------------|
| value | | | | | | | | (4) (6) |
| \$0.001 per share | | | | | | | | |
| Common Stock, par value \$0.001 per share | 04/28/2014 | X | 29,886 | A | \$ 16.8 | 497,440 | I | See footnote (5) (6) |
| Common Stock, par value \$0.001 per share | 04/28/2014 | X | 1,278 | A | \$ 16.8 | 21,278 | D | |
| Common Stock, par value \$0.001 per share | 05/02/2014 ⁽⁷⁾ | P | 3,835 | A | \$ 16.8 | 63,836 | I | See footnote (2) (6) |

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
(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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| Subscription Rights (right to buy) | \$ 16.8 | 04/28/2014 | | X | 29,096 | 03/14/2014 04/28/2014 | Common Stock 29 |
| Subscription Rights (right to buy) | \$ 16.8 | 04/28/2014 | | X | 703 | 03/14/2014 04/28/2014 | Common Stock 7 |
| Subscription Rights (right to buy) | \$ 16.8 | 04/28/2014 | | X | 240,322 | 03/14/2014 04/28/2014 | Common Stock 240 |
| | \$ 16.8 | 04/28/2014 | | X | 29,886 | 03/14/2014 04/28/2014 | Common Stock 29 |

| | | | | | | | | |
|------------------------------------|---------|------------|---|-------|------------|------------|--|--------------|
| Subscription Rights (right to buy) | | | | | | | | Common Stock |
| Subscription Rights (right to buy) | \$ 16.8 | 04/28/2014 | X | 1,278 | 03/14/2014 | 04/28/2014 | | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FEINBERG LARRY N 200 GREENWICH AVENUE GREENWICH, CT 06830 | | | X | |

Signatures

/s/ Larry N.
Feinberg

05/08/2014

**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) These securities are owned by Oracle Ten Fund Master, L.P. ("Ten Fund").
 - (2) These securities are owned by Oracle Investment Management, Inc. Employees' Retirement Plan ("Retirement Plan").
 - (3) These securities are owned by The Feinberg Family Foundation ("Foundation").
 - (4) These securities are owned by Oracle Partners, LP. ("Partners").
 - (5) These securities are owned by Oracle Institutional Partners, L.P. ("Institutional Partners")
- The Reporting Person serves as the managing member of Oracle Associates, LLC, the general partner of Partners and Institutional Partners, and accordingly, may be deemed to be the indirect beneficial owner of the shares beneficially owned by Partners and Institutional Partners. Mr. Feinberg is the sole shareholder, director and president of Oracle Investment Management, Inc., which serves as investment manager to Ten Fund and the Retirement Plan, and accordingly, may be deemed to be the beneficial owner of the shares beneficially owned by Ten Fund and the Retirement Plan. Mr. Feinberg is the trustee of the Foundation, and accordingly may be deemed to be the beneficial owner of the shares beneficially owned by the Foundation. Mr. Feinberg disclaims beneficial ownership of all such shares except to the extent of his pecuniary interest therein.
- (7) This Form 4/A is being filed (i) to correct errors in Tables I and II, which had reflected in the original Form 4 that the Retirement Plan had exercised 3,835 Subscription Rights on April 28, 2014 resulting in its acquisition of 3,835 shares of common stock of the Issuer, whereas such exercise did not, in fact, occur as the result of an execution error; and (ii) to report the acquisition by Retirement Plan on May 2, 2014 of 3,835 shares of common stock of the Issuer.

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.