

Accelerate Diagnostics, Inc
Form SC 13G/A
January 30, 2015
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Amendment No. 2)

Under the Securities Exchange Act of 1934

Accelerate Diagnostics, Inc.

(Name of Issuer)

Common Stock, \$0.001

(Title of Class of Securities)

00430H102

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 Larry N. Feinberg
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF 5 UNITED STATES SOLE VOTING POWER

SHARES 14,256
 BENEFICIALLY 6 SHARED VOTING POWER

OWNED BY 7 5,406,744 SOLE DISPOSITIVE POWER

EACH 14,256

REPORTING PERSON 8 SHARED DISPOSITIVE POWER

WITH: 5,406,744

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 5,421,000
 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

12.2%
TYPE OF REPORTING PERSON
(See Instructions)

12

IN

-2 -

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Oracle Partners, L.P.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2 (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF 5 DELAWARE SOLE VOTING POWER

SHARES 0

BENEFICIALLY 6 SHARED VOTING POWER

OWNED BY 4,119,050 7 SOLE DISPOSITIVE POWER

EACH 0

REPORTING PERSON 8 SHARED DISPOSITIVE POWER

WITH: 4,119,050

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,119,050
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10

11

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

9.2%

12

TYPE OF REPORTING PERSON
(See Instructions)

PN

-3 -

| | |
|----|--|
| 1 | NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) |
| 2 | Oracle Institutional Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) |
| | (a) (b) |
| 3 | SEC USE ONLY |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION |
| 5 | Delaware NUMBER OF SOLE VOTING POWER |
| 6 | 0 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: SHARED VOTING POWER |
| 7 | 676,011 SOLE DISPOSITIVE POWER |
| 8 | 0 SHARED DISPOSITIVE POWER |
| 9 | 676,011 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| 10 | 676,011 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) |

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

12 1.5%
TYPE OF REPORTING PERSON
(See Instructions)

PN

-4 -

| | |
|----|---|
| 1 | NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) |
| 2 | Oracle Associates, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) |
| | (a) (b) |
| 3 | SEC USE ONLY |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION |
| 5 | Delaware |
| 6 | NUMBER OF SOLE VOTING POWER |
| 7 | SHARES 0 |
| 8 | BENEFICIALLY SHARED VOTING POWER |
| 9 | OWNED BY 4,795,061 |
| 10 | EACH 7 SOLE DISPOSITIVE POWER |
| 11 | REPORTING PERSON 8 SHARED DISPOSITIVE POWER |
| 12 | WITH: 4,795,061 |
| 13 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| 14 | 4,795,061 |
| 15 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) |

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

12 10.8%
TYPE OF REPORTING PERSON
(See Instructions)

OO

-5 -

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 Oracle Ten Fund Master, L.P.
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF 5 SOLE VOTING POWER
 SHARES 0

BENEFICIALLY 6 SHARED VOTING POWER
 OWNED BY 7 536,144 SOLE DISPOSITIVE POWER

EACH 0

REPORTING PERSON 8 SHARED DISPOSITIVE POWER
 536,144

WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 536,144
 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

12 1.2%
TYPE OF REPORTING PERSON
(See Instructions)

OO

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| | |
|----|---|
| 1 | NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) |
| 2 | Oracle Investment Management, Inc. Employees' Retirement Plan CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) |
| | (a) (b) |
| 3 | SEC USE ONLY |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Connecticut |
| 5 | NUMBER OF SOLE VOTING POWER SHARES 0 |
| 6 | BENEFICIALLY SHARED VOTING POWER OWNED BY 63,836 |
| 7 | SOLE DISPOSITIVE POWER EACH 0 |
| 8 | REPORTING PERSON SHARED DISPOSITIVE POWER 63,836 |
| 9 | WITH: AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| 10 | 63,836 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW |

(9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

12 0.1%
TYPE OF REPORTING PERSON
(See Instructions)

EP

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1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 Oracle Investment Management, Inc.
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5 SOLE VOTING POWER
 SHARES 0

BENEFICIALLY 6 SHARED VOTING POWER
 OWNED BY 599,980

7 SOLE DISPOSITIVE POWER

EACH 0

REPORTING PERSON 8 SHARED DISPOSITIVE POWER
 599,980

WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 599,980
 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN

SHARES (See Instructions)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

1.3%
12 TYPE OF REPORTING PERSON
(See Instructions)

CO

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| | |
|----|---|
| 1 | NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) |
| 2 | The Feinberg Family Foundation CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) |
| | (a) (b) |
| 3 | SEC USE ONLY |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Connecticut |
| 5 | NUMBER OF SOLE VOTING POWER SHARES 0 |
| 6 | BENEFICIALLY SHARED VOTING POWER 11,703 |
| 7 | OWNED BY SOLE DISPOSITIVE POWER EACH 0 |
| 8 | REPORTING PERSON SHARED DISPOSITIVE POWER 11,703 |
| 9 | WITH: AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| 10 | 11,703 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) |

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

12 0.0%
TYPE OF REPORTING PERSON
(See Instructions)

OO

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This Amendment No. 2 to Schedule 13G (this “Amendment No. 2”) is being filed with respect to the Common Stock, par value \$0.001 (“Common Stock”) of Accelerate Diagnostics, Inc., a Delaware corporation (the “Issuer”), to amend the Schedule 13G filed on March 18, 2013, as previously amended by Amendment No. 1 on February 7, 2014 (as so amended, the “Schedule 13G”), in accordance with the annual amendment requirements. Capitalized terms used but not defined herein have the meaning ascribed thereto in the Schedule 13G.

Item 4. Ownership:

Item 4 of the Schedule 13G is hereby amended and restated as follows:

The percentage of shares owned is based upon 44,609,829 shares of the Issuer’s Common Stock issued and outstanding as of October 27, 2014, as set forth in the Issuer’s most recent Quarterly Report on Form 10-Q for the quarter ended September 30, 2014, filed with the Securities and Exchange Commission on November 4, 2014.

The beneficial ownership of the Reporting Persons as of the date of this Amendment No. 2 is set forth below. This filing and any future amendments hereto shall not be considered an admission that any Reporting Person is a beneficial owner of shares beneficially owned by any other Reporting Person named herein.

A. Larry N. Feinberg

- (a) Amount beneficially owned: 5,421,000
- (b) Percent of class: 12.2%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 14,256
 - (ii) Shared power to vote or direct the vote: 5,406,744
 - (iii) Sole power to dispose or direct the disposition: 14,256
 - (iv) Shared power to dispose or direct the disposition: 5,406,744

B. Oracle Partners, L.P.

- (a) Amount beneficially owned: 4,119,050
- (b) Percent of class: 9.2%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 4,119,050
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition: 4,119,050

C. Oracle Institutional Partners, L.P.

- (a) Amount beneficially owned: 676,011
- (b) Percent of class: 1.5%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 676,011
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition: 676,011

D. Oracle Associates, LLC

- (a) Amount beneficially owned: 4,795,061
- (b) Percent of class: 10.8%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 4,795,061
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition: 4,795,061

E. Oracle Ten Fund Master, L.P.

- (a) Amount beneficially owned: 536,144
- (b) Percent of class: 1.2%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 536,144
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition: 536,144

F. Oracle Investment Management, Inc. Employees' Retirement Plan

- (a) Amount beneficially owned: 63,836
- (b) Percent of class: 0.1%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 63,836
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition: 63,836

G. Oracle Investment Management, Inc.

- (a) Amount beneficially owned: 599,980
- (b) Percent of class: 1.3%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 599,980
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition: 599,980

H. The Feinberg Family Foundation

- (a) Amount beneficially owned: 11,703
- (b) Percent of class: 0.0%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 11,703
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition: 11,703

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 29, 2015

/s/ Larry N.
Feinberg
Larry N. Feinberg, Individually

ORACLE PARTNERS, L.P.

By: ORACLE ASSOCIATES, LLC,
its general partner

By: /s/ Larry N.
Feinberg
Larry N. Feinberg, Managing
Member

ORACLE INSTITUTIONAL
PARTNERS, L.P.

By: ORACLE ASSOCIATES, LLC,
its general partner

By: /s/ Larry N.
Feinberg
Larry N. Feinberg, Managing
Member

ORACLE ASSOCIATES, LLC

By: /s/ Larry N.
Feinberg
Larry N. Feinberg, Managing
Member

ORACLE TEN FUND MASTER,
L.P.

By: ORACLE ASSOCIATES, LLC,
its general partner

By: /s/ Larry N.
Feinberg
Larry N. Feinberg, Managing
Member

ORACLE INVESTMENT
MANAGEMENT, INC.
EMPLOYEES' RETIREMENT PLAN

By: /s/ Aileen
Wiata
Aileen Wiata, Trustee

ORACLE INVESTMENT
MANAGEMENT, INC.

By: /s/ Larry N.
Feinberg
Larry N. Feinberg, Managing
Member

THE FEINBERG FAMILY
FOUNDATION

By: /s/ Larry N.
Feinberg
Larry N. Feinberg, Trustee