

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.

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(Name of Issuer)

Common Stock, \$0.001

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(Title of Class of Securities)

00430H102

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(CUSIP Number)

December 31, 2014

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(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).

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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

United States  
 5 NUMBER OF SOLE VOTING POWER  
 SHARES 14,256  
 6 BENEFICIALLY SHARED VOTING POWER  
 OWNED BY 5,406,744  
 7 SOLE DISPOSITIVE POWER  
 EACH 14,256

REPORTING PERSON  
 8 SHARED DISPOSITIVE POWER  
 5,406,744

WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,421,000  
 10 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

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

2 Oracle 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

Delaware

5 NUMBER OF SOLE VOTING POWER  
 SHARES 0

6 BENEFICIALLY SHARED VOTING POWER  
 OWNED BY 4,119,050

7 SOLE DISPOSITIVE POWER

EACH 0

8 REPORTING PERSON SHARED DISPOSITIVE POWER  
 4,119,050

WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,119,050

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

11

PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

9.2%

12

TYPE OF REPORTING PERSON  
(See Instructions)

PN

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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 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

6 Delaware  
SOLE VOTING POWER  
0  
SHARED VOTING POWER  
676,011

7 SOLE DISPOSITIVE POWER  
0

8 SHARED DISPOSITIVE POWER  
676,011

9 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

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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 NUMBER OF SOLE VOTING POWER  
SHARES 0

6 BENEFICIALLY SHARED VOTING POWER  
OWNED BY 4,795,061

7 SOLE DISPOSITIVE POWER  
EACH 0

8 REPORTING PERSON SHARED DISPOSITIVE POWER  
4,795,061

WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 4,795,061  
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

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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

5 NUMBER OF SOLE VOTING POWER  
SHARES 0

6 BENEFICIALLY SHARED VOTING POWER  
536,144

7 OWNED BY SOLE DISPOSITIVE POWER  
EACH 0

8 REPORTING PERSON SHARED DISPOSITIVE POWER  
536,144

9 WITH:

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 WITH:
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  63,836
10	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

599,980

OWNED BY 7 SOLE DISPOSITIVE POWER

EACH 0

REPORTING PERSON 8 SHARED DISPOSITIVE POWER

599,980

WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

599,980

10 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 1.3%  
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