

Accelerate Diagnostics, Inc  
Form 4  
August 13, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**SCHULER JACK W**

2. Issuer Name and Ticker or Trading Symbol  
**Accelerate Diagnostics, Inc [AXDX]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**28161 N. KEITH DRIVE**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**08/12/2013**

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

**LAKE FOREST, IL 60045**

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) |
|------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock <u>(1)</u> <u>(2)</u> | 08/12/2013                           |                                                    | O                              | V<br>Amount<br>A \$<br>8.04                                       | 8,685,635                                                                                     | I                                                        | See footnote <u>(3)</u>                               |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

## Edgar Filing: Accelerate Diagnostics, Inc - Form 4

| 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) | 8. Date Exercisable | 9. Expiration Date | 10. Title    | 11. Amount of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|---------------------|--------------------|--------------|----------------------|
| Subscription Rights (right to buy)         | \$ 8.04                                                | 08/12/2013                           |                                                    | O                              | 515,056                                                                                 | 07/12/2013                                               | 08/07/2013                                                  |                     |                    | Common Stock | 515,056              |
| Stock Option (right to buy)                | \$ 6.48                                                |                                      |                                                    |                                |                                                                                         | (4)                                                      | 04/03/2013                                                  |                     |                    | Common Stock | 44,000               |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |         |       |
|-----------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                 | Director      | 10% Owner | Officer | Other |
| SCHULER JACK W<br>28161 N. KEITH DRIVE<br>LAKE FOREST, IL 60045 | X             | X         |         |       |

## Signatures

/s/ Daniel M. Mahoney,  
attorney-in-fact

08/13/2013

\_\_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).

Shares issued to Schuler Grandchildren LLC, Schuler GC 2010 Continuation Trust and the Jack W. Schuler Living Trust (of which the reporting person is deemed to have beneficial ownership pursuant to Section 16) in connection with a rights offering conducted by Accelerate Diagnostics, Inc. (the "Company") pursuant to a Registration Statement on Form S-3/A and Prospectus dated as of July 12,

- (1) 2013. Under the terms of the rights offering, each stockholder of the Company as of July 8, 2013 (the record date for the offering) was distributed 0.064038 non-transferable subscription rights for each share of the Company's common stock owned by such stockholder as of the record date. Each whole subscription right entitled the holder thereof to purchase one share of common stock at a subscription price of \$8.04 per share. (Continued in Footnote 2)

(Continued from Footnote 1) The terms of the rights offering also permitted participating stockholders to over-subscribe for additional

- (2) shares of common stock, subject to certain conditions and limitations. Amount in Table I includes 127,575 shares of common stock acquired pursuant to the exercise of such over-subscription privilege.

Reflects 647,939 shares held by Schuler Grandchildren LLC (Mr. Schuler has sole voting and dispositive power with respect to such shares in his capacity as manager of the entity); 647,939 shares held by Schuler GC 2010 Continuation Trust (Mr. Schuler has shared voting and dispositive power with respect to such shares in his capacity as the grantor of the trust); and 7,389,757 shares held by the Jack W. Schuler Living Trust (Mr. Schuler has sole voting and dispositive power with respect to such shares in his capacity as trustee of the trust), in each case after giving effect to the transactions reported herein. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

- (4) The stock option vests in 12 equal monthly installments, with the first installment vesting on May 3, 2013.

## Edgar Filing: Accelerate Diagnostics, Inc - Form 4

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.