

ACCELERATE DIAGNOSTICS, INC

Reported by
MEHREN LAWRENCE

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/18/17 for the Period Ending 08/17/17

Address	3950 S. COUNTRY CLUB ROAD #470 BUILDING 3-307 TUCSON, AZ 85714
Telephone	303-863-8088
CIK	0000727207
Symbol	AXDX
SIC Code	3826 - Laboratory Analytical Instruments
Industry	Advanced Medical Equipment & Technology
Sector	Healthcare
Fiscal Year	12/31

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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Mehren Lawrence (Last) (First) (Middle) C/O ACCELERATE DIAGNOSTICS, INC., 3950 S. COUNTRY CLUB ROAD, SUITE 470 (Street) TUCSON, AZ 85714 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Accelerate Diagnostics, Inc [AXDX] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">8/17/2017</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) PRESIDENT AND CEO 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<p align="center">Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</p>		

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	8/17/2017		S	(U)	223215	D	\$22.40	(U)	762381	D

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$12.49							3/18/2017	3/18/2026	Common Stock	(2)		10408	D	
Employee Stock Option (right to buy)	\$12.49							(3)	3/18/2026	Common Stock	(2)		60000	D	
Employee Stock Option (right to buy)	\$14.92							2/26/2015	2/26/2024	Common Stock	(2)		52132	D	
Employee Stock Option (right to buy)	\$1.04							(4)	4/20/2022	Common Stock	(2)		2200000	D	

Explanation of Responses:

- (1) The reporting person contributed AXDX common stock to an exchange fund in exchange for shares of the exchange fund. The AXDX common stock was valued at \$22.40 per share for the purposes of determining the number of shares of the exchange fund issuable to the reporting person. The shares were contributed pursuant to a Rule 10b5-1 plan entered into by the reporting person.
- (2) No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- (3) The options vest in five (5) equal annual installments on each anniversary of the date of grant beginning on March 18, 2017.
- (4) 580,000 shares vested immediately upon the date of grant (April 20, 2012); 825,000 shares will vest as follows: 40% (330,000 shares) will vest on the second anniversary of the date of grant, and the remaining 60% (495,000 shares) will vest in 36 equal monthly installments (13,750 shares per month) over the subsequent 36 months; and 795,000 shares will vest as follows (provided that both criteria must be satisfied): (i) 40% (318,000 shares) will vest on the second anniversary of the date of grant, and the remaining 60% (477,000 shares) will vest in 36 equal monthly installments (13,250 shares per month) over the subsequent 36 months, and (ii) 50% (397,500 shares) will vest when at least 50% of the warrants initially issued to Abeja have been exercised by the holder(s) thereof, and the remaining 50% (397,500 shares) will vest when at least 90% of such warrants have been exercised by the holder(s) thereof.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Mehren Lawrence C/O ACCELERATE DIAGNOSTICS, INC. 3950 S. COUNTRY CLUB ROAD, SUITE 470 TUCSON, AZ 85714	X		PRESIDENT AND CEO	
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Signatures

/s/ David Hinnant, attorney-in-fact

8/18/2017

**Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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