

Accelerate Diagnostics, Inc
Form 4
March 08, 2013

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 *
ABEJA VENTURES, LLC

(Last) (First) (Middle)
5661 NORTH CALLE MAYAPAN

(Street)
TUCSON, AZ 85718

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/06/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock <u>(1)</u>	03/06/2013		X		7,000,000	A	\$ 1.03
Common Stock <u>(2)</u>	03/06/2013		X		6,428,840	A	\$ 2
Common Stock <u>(3)</u>	03/06/2013		J		13,428,840	D	\$ 0 14,000,000
Common Stock <u>(4)</u>	03/06/2013		J		14,000,000	D	\$ 0 0

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 Shares
Warrants (right to buy)	\$ 1.03	03/06/2013		X	7,000,000	06/26/2012 06/26/2017	Common Stock 7,000,000
Warrants (right to buy)	\$ 2	03/06/2013		X	6,428,840	06/26/2012 06/26/2017	Common Stock 7,000,000
Warrants (right to buy)	\$ 2	03/06/2013		J	571,160	06/26/2012 06/26/2017	Common Stock 7,000,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABEJA VENTURES, LLC 5661 NORTH CALLE MAYAPAN TUCSON, AZ 85718		X		

Signatures

/s/ Daniel M. Mahoney,
attorney-in-fact
03/08/2013

**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).
- (1) Shares issued to Abeja Ventures, LLC upon its full exercise of a warrant to purchase 7,000,000 shares of Accelerate Diagnostics, Inc. common stock at an exercise price of \$1.03 per share. Shares were issued directly to the members of Abeja Ventures, LLC on a pro rata basis in accordance with their membership interests.
- (2) Shares issued to Abeja Ventures, LLC upon its partial exercise of a warrant to purchase 7,000,000 shares of Accelerate Diagnostics, Inc. common stock at an exercise price of \$2.00 per share. Shares were issued directly to the members of Abeja Ventures, LLC on a pro rata basis in accordance with their membership interests (with the remaining 571,160 warrant shares being assigned to the members that did not desire to exercise the warrant to the full extent of their membership interest).

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- (3) Reflects distribution in kind to members of Abeja Ventures, LLC in connection with such entity's exercise of the warrants, as described above in notes (1) and (2).
- (4) Reflects distribution in kind (of remaining shares) to members of Abeja Ventures, LLC on a pro rata basis in accordance with their membership interests.

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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