

Mehren Lawrence
Form 4
January 03, 2019

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

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
(Month/Day/Year)

01/01/2019

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)

PRESIDENT AND CEO

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)
			Code	V	Amount	(D)	Price

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

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(9-02)

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

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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 11.5	01/01/2019		A		209,930		<u>(1)</u>	01/01/2029	Common Stock	209,930
Employee Stock Option (right to buy)	\$ 11.5	01/01/2019		A		37,736		<u>(2)</u>	01/01/2029	Common Stock	37,736

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	

Signatures

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

01/03/2019

__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) The options vest in four (4) equal annual installments on each anniversary of the date of grant beginning on January 1, 2021.

(2) The options vest in twelve (12) equal monthly installments beginning on January 31, 2019.

(3) The options were issued to the reporting person under the 2019 Salary Waiver and Nonqualified Stock Option Grant Plan (the "Sub-Plan") established pursuant to the Accelerate Diagnostics, Inc. 2012 Omnibus Equity Incentive Plan. Pursuant to the terms of the Sub-Plan, the reporting person irrevocably waived \$125,000 of base compensation scheduled to be paid to the reporting person in 2019 in exchange for such options.

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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