

Accelerate Diagnostics, Inc
Form 8-K
May 09, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported) **May 6, 2016**

Accelerate Diagnostics, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-31822 84-1072256
(Commission File Number) (IRS Employer Identification No.)

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3950 South Country Club, Suite 470, Tucson, Arizona 85714
(Address of principal executive offices) (Zip Code)

(520) 365-3100

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

The 2016 Annual Meeting of Stockholders of Accelerate Diagnostics, Inc. (the “Company”) was held on May 6, 2016. At the meeting, Lawrence Mehren, Mark C. Miller, John Patience, Jack Schuler, Matthew W. Strobeck, Ph.D. and Frank J.M. ten Brink were elected as directors, each to hold office until the Company’s next Annual Meeting of Stockholders or until his successor is elected and qualified. An advisory vote on the compensation of named executive officers (“say-on-pay”) and the adoption of the Accelerate Diagnostics, Inc. 2016 Employee Stock Purchase Plan were approved and ratified at the meeting. The Audit Committee’s appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2016 was also ratified at the meeting.

The voting results of the director elections and other proposals, which were described in more detail in the definitive proxy statement relating to the 2016 Annual Meeting of Stockholders that the Company filed with the Securities and Exchange Commission on April 1, 2016, are set forth below.

Proposal No. 1 – Election of Directors

Director Nominee	Votes For	Votes Withheld	Broker Non-Votes
Lawrence Mehren	35,779,681	2,614,606	8,704,770
Mark C. Miller	38,372,242	22,045	8,704,770
John Patience	38,372,242	22,045	8,704,770
Jack Schuler	37,626,745	767,542	8,704,770
Matthew W. Strobeck, Ph.D.	38,372,236	22,051	8,704,770
Frank J.M. ten Brink	38,371,942	22,345	8,704,770

Proposal No. 2 – Advisory Vote on Compensation of Named Executive Officers (“Say-on-Pay”)

Description of Proposal	Votes For	Votes Against	Abstentions	Broker Non-Votes
To approve, on an advisory basis, the compensation of the Company’s named executive officers	38,139,158	182,552	72,577	8,704,770

Proposal No. 3 – Approval of the Accelerate Diagnostics, Inc. 2016 Employee Stock Purchase Plan

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Description of Proposal	Votes For	Votes Against	Abstentions	Broker Non-Votes
To approve the adoption of the Accelerate Diagnostics, Inc. 2016 Employee Stock Purchase Plan	38,144,506	175,488	74,293	8,704,770

Proposal No. 4 – Ratification of Auditors

Description of Proposal	Votes For	Votes Against	Abstentions
To ratify the appointment of Ernst and Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016	47,062,288	19,819	16,950

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ACCELERATE DIAGNOSTICS, INC.

(Registrant)

Date: May 9, 2016 /s/ Steve Reichling
Steve Reichling
Chief Financial Officer