

GROUP VI 31 LLC
Form 4
May 26, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
FW Oak Hill Accretive Healthcare Investors, L.P.

(Last) (First) (Middle)

201 MAIN STREET, SUITE 3100

(Street)

FORT WORTH, TX 76102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Accretive Health, Inc. [AH]

3. Date of Earliest Transaction (Month/Day/Year)
05/25/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
___ Form filed by One Reporting Person
___X___ 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	(A) or (D)	Price
Common Stock	05/25/2010		C		15,947,601	A	<u>(1)</u>
Common Stock	05/25/2010		C		1,477,161	A	<u>(2)</u>
Common Stock	05/25/2010		S		829,486	D	\$ 11.28
Common Stock	05/25/2010		J		502,696	A	<u>(3)</u>
					15,947,601	D	<u>(4)</u>
					17,424,762	D	<u>(4)</u>
					16,595,276	D	<u>(4)</u>
					17,097,972	D	<u>(4)</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

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Series A Convertible Preferred Stock	(1)	05/25/2010		C	V	(A) 13,273	(D)	(1)	(1)	Common Stock	15,947,6(1)
Series D Convertible Preferred Stock	(2)	05/25/2010		C	V	(A) 376,827	(D)	(2)	(2)	Common Stock	1,477,1(2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FW Oak Hill Accretive Healthcare Investors, L.P. 201 MAIN STREET SUITE 3100 FORT WORTH, TX 76102		X		
GROUP VI 31 LLC 201 MAIN STREET SUITE 3100 FORT WORTH, TX 76102		X		
CRANDALL J TAYLOR 2775 SAND HILL ROAD SUITE 220 MENLO PARK, CA 94025		X		

Signatures

J. Taylor Crandall, President of Group VI 31, LLC, general partner of FW Oak Hill Accretive Healthcare Investors, L.P. 05/26/2010

__Signature of Reporting Person

Date

J. Taylor Crandall, President of Group VI 31, LLC 05/26/2010

Edgar Filing: GROUP VI 31 LLC - Form 4

__Signature of Reporting Person

Date

J. Taylor Crandall

05/26/2010

__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 Series A Convertible Preferred Stock automatically converted into the Issuer's common stock immediately prior to the closing of the Issuer's initial public offering on a 1,201.5069 for one basis and had no expiration date.
- (2) The Series D Convertible Preferred Stock automatically converted into the Issuer's common stock immediately prior to the closing of the Issuer's initial public offering on a 3.92 for one basis and had no expiration date.
- (3) FW Oak Hill Accretive Healthcare Investors, L.P. (the "Oak Hill Partnership") elected to receive shares of common stock, based on the initial public offering price of \$12.00 per share, in satisfaction of the liquidation preference payment payable to the holders of the Issuer's preferred stock upon the closing of its initial public offering.
- (4) Group VI 31, LLC ("Group VI 31") is the sole general partner of the Oak Hill Partnership, which is the direct holder of the shares reported herein. J. Taylor Crandall ("Crandall") is the sole member and President of Group VI 31 and a limited partner of the Oak Hill Partnership. Crandall and Group VI 31 disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein.

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.