

GROUP VI 31 LLC
Form 4
December 02, 2011

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 *
FW Oak Hill Accretive 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)
11/30/2011

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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | 11/30/2011 | | J ⁽¹⁾ | 287,358 D | 1,167,627 | D | ⁽²⁾ |
| Common Stock | 11/30/2011 | | J ⁽³⁾ | 8,184 A | 95,356 | D | ⁽³⁾ |
| Common Stock | | | | | 11,076,964 | D | ⁽⁴⁾ |

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

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(9-02)

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FW Oak Hill Accretive 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

| | |
|---|------------|
| Kevin G. Levy, Vice President of Group VI 31, LLC, general partner of FW Oak Hill Accretive Investors, L.P. | 12/02/2011 |
| __Signature of Reporting Person | Date |
| Kevin G. Levy, Vice President of Group VI 31, LLC | 12/02/2011 |
| __Signature of Reporting Person | Date |
| Kevin G. Levy, as Attorney-in-Fact for J. Taylor Crandall | 12/02/2011 |
| __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) Distribution of shares to partners for no consideration.

FW Oak Hill Accretive Investors, L.P. (the "Accretive Partnership") is the direct holder of these shares. Group VI 31, LLC ("Group VI 31") is the sole general partner of the Accretive Partnership. J. Taylor Crandall ("Crandall") is the sole member and President of Group VI 31 and a limited partner in the Accretive Partnership. Crandall and Group VI 31 disclaim beneficial ownership of the securities held by the Accretive Partnership except to the extent of their pecuniary interest therein.

(3) Receipt of shares in distribution from the Accretive Partnership for no consideration. These shares are now held directly by Crandall, for whom the distribution represented only a change in the form of his beneficial ownership.

These shares are held directly by FW Oak Hill Accretive Healthcare Investors, L.P. (the "Healthcare Partnership"). Group VI 31 is the sole general partner of the Healthcare Partnership. Group VI 31 and Crandall disclaim beneficial ownership of the securities held by the Healthcare Partnership 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.

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