# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# SCHEDULE 13G/A Amendment No. 2

**Under the Securities Exchange Act of 1934** 

Pacific Biosciences of California, Inc.

(Name of Issuer)

**Common Stock** 

(Title of Class of Securities)

69404D108

(CUSIP Number)

December 31, 2017

# (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

Rule 13d-1(c)

□ Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "<u>Act</u>") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

	NAME		DOPTING DEPSONS			
1		NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Larry	N. Feinb	720			
			APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)			
2						
	(a) ⊔ (b) □	(a) □ (b) □				
	SEC U	SEC USE ONLY				
3						
4	CITIZI	CITIZENSHIP OR PLACE OF ORGANIZATION				
	United	United States				
		5	SOLE VOTING POWER			
NUMBER	R OF		575,000			
SHARE	ES	6	SHARED VOTING POWER			
BENEFICI. OWNED		_	7,878,375			
EACH	ł	7	SOLE DISPOSITIVE POWER			
REPORT PERSO			575,000			
WITH	I:	8	SHARED DISPOSITIVE POWER			
		Ũ	7,878,375			
9	AGGR	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
-	8,453,3	875				
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
10						
11	PERCH	ENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	7.27%*	7.27%*				
12	TYPE OF REPORTING PERSON (See Instructions)					
	IN					
Calculated ba		total of '	116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in its Quarterly Report on			

\* Calculated based on a total of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in its Quarterly Report on Form 10-Q filed with the Securities Exchange Commission (the "<u>SEC</u>") on November 2, 2017 (the "<u>Quarterly Report</u>").

	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	Oracle Partners, L.P.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) □ (b) □			
3	SEC USE ONLY			
4 CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware			
NUMBER SHARE BENEFICIA OWNED EACH REPORTI PERSO WITH	S 4LLY 6 SHARED VOTING POWER BY 5,683,437 NG 7 SOLE DISPOSITIVE POWER			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 4.89%*			
12	TYPE OF REPORTING PERSON (See Instructions) PN			

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
Ŧ				
	Oracle Institutional Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)			
2	(a) □ (b) □			
3	SEC USE ONLY			
4 CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware			
	5 SOLE VOTING POWER			
NUMB				
SHAI BENEFIC				
OWNE EAC	838 818			
REPOR				
PERS WIT				
VV11	SHARED DISPOSITIVE POWER			
	838,818			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
-	838,818			
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)			
10				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	0.72%*			
12	TYPE OF REPORTING PERSON (See Instructions)			
	PN sed on a total of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in the Quarterly R			

	NAM	EOF	REPORTING PERSONS			
1		I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Oracle	Oracle Ten Fund Master, LP				
2	CHEC	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
2	(a) 🗆	(a) 🗆				
	б) 🗆					
3	SEC USE ONLY					
4	CITIZ	ENSF	IIP OR PLACE OF ORGANIZATION			
	Delaw	are				
		5	SOLE VOTING POWER			
NUMB	ER OF		0			
SHA	RES	6	SHARED VOTING POWER			
BENEFIC OWNE			1,124,620			
EA0 REPOF		7	SOLE DISPOSITIVE POWER			
PERS	SON		0			
WIT	ΓH:	8	SHARED DISPOSITIVE POWER			
			1,124,620			
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
		1,124,620				
10	CHEC	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
10						
	DEDC					
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		JF CLASS KEPKESENTED BY AMOUNT IN KOW (9)				
L		0.97%*				
12 TYPE OF REPORTING PERSON (See Instructions)		EPOKI ING PERSON (See Instructions)				
	PN					
* Calculat	ted based	l on a	total of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in the Quarterly Report.			

NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
Oracle Investment Management Employees Retirement Fund		
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)		
(a) □ (b) □		
3		
SEC USE ONLY		
4 CITIZENSHIP OR PLACE OF ORGANIZATION		
4 Connecticut		
SOLE VOTING DOWER		
5 SOLE VOTING FOWER		
NUMBER OF U SHARES _ SHARED VOTING POWER		
BENEFICIALLY 6		
OWNED BY 190,000		
EACH SOLE DISPOSITIVE POWER 7		
PERSON 0		
WITH: 8 SHARED DISPOSITIVE POWER		
190,000		
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
190,000		
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)		
10		
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
0.16%*		
TVDE OF REPORTING PERSON (See Instructions)		
00 * Colculated based on a total of 116 240 079 shares of common stock outstanding as of Ostober 21, 2017, as reported by the Issuer in the Ouesterly Per		

\* Calculated based on a total of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in the Quarterly Report.

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	The Feinberg Family Foundation				
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROOP (See Instructions)				
_	(a) 🗆				
	(b) 🗆				
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Connecticut				
	5 SOLE VOTING POWER				
NUMBER					
SHARES					
BENEFICIA	LLY 6				
OWNED E EACH	<sup>3</sup> Y 41,500				
REPORTIN	NG 7 SOLE DISPOSITIVE POWER				
PERSON					
WITH:	8 SHARED DISPOSITIVE POWER				
	41,500				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	41 500				
	41,500 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See instructions)				
10					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	0.04%*				
12	TYPE OF REPORTING PERSON (See Instructions)				
	00				
* Calculated base	ed on a total of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in the Quarterly Report.				

\* Calculated based on a total of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in the Quarterly Report.

	<b>k</b>					
	NAME OF REPORTING PERSONS					
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	Oracle Associates, LLC					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
2						
	(a) □ (b) □					
	SEC USE ONLY					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Delex range					
	Delaware _ SOLE VOTING POWER					
	5 SOLE VOTING POWER					
	BER OF U NRES SHARED VOTING POWER					
	ARES 6 SHARED VOTING POWER					
	ED BY 7,646,875					
	CH SOLE DISDOSITIVE DOWED					
	RTING 7 SOLE DISPOSITIVE FOWER					
-	SON 0					
	TH: SHARED DISPOSITIVE POWER					
	8 SIMILED DISTOSITIVE FOWER					
	7,646,875					
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9						
	7,646,875					
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
10						
10						
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11						
	6.58%*					
	TYPE OF REPORTING PERSON (See Instructions)					
12						
	PN					
8	3					

\* Calculated based on a total of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in the Quarterly Report.

			PORTING PERSONS	
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
			nent Management, Inc.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)			
3	(b) □ SEC USE ONLY			
	CITIZE	NCUIF		
4	CITIZE	NSHIP	OR PLACE OF ORGANIZATION	
	United 3	States		
		5	SOLE VOTING POWER	
NUMB	-		0 SHARED VOTING POWER	
SHA BENEFI		6	SHARED VOTING POWER	
OWNE			7,836,875	
EA REPOI		7	SOLE DISPOSITIVE POWER	
PERS WI				
VV1.	111.	8	SHARED DISPOSITIVE POWER	
			7,836,875	
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	7,836,8			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)			
10				
11	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	6.74%*			
12	TYPE (	OF REF	PORTING PERSON (See Instructions)	
	СО			
* Calculat	ted based	on a to	tal of 116,249,978 shares of common stock outstanding as of October 31, 2017, as reported by the Issuer in the Quarterly Report.	

This Amendment No. 2 to the Schedule 13G (this "<u>Amendment No. 2</u>") is being filed with respect to the Common Stock, par value \$.001 ("<u>Common Stock</u>") of Pacific Biosciences of California, Inc., a Delaware corporation (the "<u>Issuer</u>"), amends and supplements the Schedule 13G originally filed with the United States Securities and Exchange Commission (the "<u>SEC</u>") on September 15, 2016, as previously amended by Amendment No. 1 filed on February 6, 2017 (as so amended, the "<u>Schedule 13G</u>"). This Amendment No. 2 is being filed on behalf of Oracle Partners, LP, a Delaware limited partnership ("<u>Oracle Partners</u>"), Oracle Ten Fund Master, LP, a Cayman Islands exempted company ("<u>Oracle Ten Fund</u>"), Oracle Institutional Partners, LP, a Delaware limited partnership ("<u>Institutional Partners</u>" and, collectively with Oracle Partners and Oracle Ten Fund, the "<u>Oracle Entities</u>"), Oracle Investment Management, Inc. Employees' Retirement Plan, an employee benefit plan organized in Connecticut (the "<u>Retirement Plan</u>"), Oracle Associates, LLC, a Delaware limited liability company and the general partner of Oracle Partners, Oracle Ten Fund and Institutional Partners ("<u>Oracle Associates</u>"), Oracle Investment Management, Inc., a Delaware corporation and the investment manager to Oracle Ten Fund and the Retirement Plan (the "<u>Investment Manager</u>"), The Feinberg Family Foundation, a foundation organized in Connecticut (the "<u>Foundation</u>"), and Larry N. Feinberg, the managing member of Oracle Associates, the sole shareholder, director and president of the Investment Manager and the trustee of the Foundation (each of the foregoing, a "<u>Reporting Person</u>" and collectively, the "<u>Reporting Persons</u>"). Capitalized terms used but not defined herein have the meaning ascribed thereto in the Schedule 13G.

## Item 4. Ownership:

Item 4 of the Schedule 13G is hereby amended and restated as follows:

- A. Larry N. Feinberg
  - (a) Amount beneficially owned: 8,453,375
  - (b) Percent of class: 7.27%
  - (c) Number of shares as to which such person has:
    - (i) Sole power to vote or direct the vote: 575,000
    - (ii) Shared power to vote or direct the vote: 7,878,375
    - (iii) Sole power to dispose or direct the disposition: 575,000
    - (iv) Shared power to dispose or direct the disposition: 7,878,375

B. Oracle Partners

- (a) Amount beneficially owned: 5,683,437
- (b) Percent of class: 4.89%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or direct the vote: 0
  - (ii) Shared power to vote or direct the vote: 5,683,437
  - (iii) Sole power to dispose or direct the disposition: 0
  - (iv) Shared power to dispose or direct the disposition: 5,683,437
- C. Institutional Partners
  - (a) Amount beneficially owned: 838,818
  - (b) Percent of class: 0.72%
  - (c) Number of shares as to which such person has:
    - (i) Sole power to vote or direct the vote: 0
    - (ii) Shared power to vote or direct the vote: 838,818
    - (iii) Sole power to dispose or direct the disposition: 0
    - (iv) Shared power to dispose or direct the disposition: 838,818

D. Oracle Ten Fund

- (a) Amount beneficially owned: 1,124,620
- (b) Percent of class: 0.97%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or direct the vote: 0
    - (ii) Shared power to vote or direct the vote: 1,124,620
    - (iii) Sole power to dispose or direct the disposition: 0
    - (iv) Shared power to dispose or direct the disposition: 1,124,620

#### E. Retirement Plan

- (a) Amount beneficially owned: 190,000
- (b) Percent of class: 0.16%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or direct the vote: 0
  - (ii) Shared power to vote or direct the vote: 190,000
  - (iii) Sole power to dispose or direct the disposition: 0
  - (iv) Shared power to dispose or direct the disposition: 190,000

#### F. Foundation

- (a) Amount beneficially owned: 41,500
- (b) Percent of class: 0.04%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or direct the vote: 0
  - (ii) Shared power to vote or direct the vote: 41,500
  - (iii) Sole power to dispose or direct the disposition: 0
  - (iv) Shared power to dispose or direct the disposition: 41,500

# G. Oracle Associates

- (a) Amount beneficially owned: 7,646,875
- (b) Percent of class: 6.58%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or direct the vote: 0
  - (ii) Shared power to vote or direct the vote: 7,646,875
  - (iii) Sole power to dispose or direct the disposition: 0
  - (iv) Shared power to dispose or direct the disposition: 7,646,875

H. Investment Manager

(a) Amount beneficially owned: 7,836,875

(b) Percent of class: 6.74%

- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or direct the vote: 0
  - (ii) Shared power to vote or direct the vote: 7,836,875
  - (iii) Sole power to dispose or direct the disposition: 0
  - (iv) Shared power to dispose or direct the disposition: 7,836,875

## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2018

ORACLE PARTNERS, L.P.

By: ORACLE ASSOCIATES, LLC, its general partner

By: <u>/s/ Larry N. Feinberg</u> Larry N. Feinberg, Managing Member

ORACLE TEN FUND PARTNERS, LP

By: ORACLE ASSOCIATES, LLC, its general partner

By: <u>/s/ Larry N. Feinberg</u> Larry N. Feinberg, Managing Member

#### ORACLE INSTITUTIONAL PARTNERS, LP

By: ORACLE ASSOCIATES, LLC, its general partner

By: <u>/s/ Larry N. Feinberg</u> Larry N. Feinberg, Managing Member

ORACLE INVESTMENT MANAGEMENT, INC. EMPLOYEES' RETIREMENT PLAN

By: <u>/s/ Larry N. Feinberg</u> Larry N. Feinberg, Trustee

# THE FEINBERG FAMILY FOUNDATION

By: <u>/s/ Larry N. Feinberg</u> Larry N. Feinberg, Trustee

ORACLE INVESTMENT MANAGEMENT, INC.

By: <u>/s/ Larry N. Feinberg</u>

Larry N. Feinberg, President

ORACLE ASSOCIATES, LLC

By: <u>/s/ Larry N. Feinberg</u>

Larry N. Feinberg, Manager Member

<u>/s/ Larry N. Feinberg</u> Larry N. Feinberg, individually