

WEGMILLER DONALD C  
Form 4  
December 14, 2012

**FORM 4**

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

OMB APPROVAL

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**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 \*  
WEGMILLER DONALD C

(Last) (First) (Middle)

OMNICELL, INC., 1201  
CHARLESTON ROAD

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
OMNICELL, Inc [OMCL]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/13/2012

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)

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 (A) or (D) Price			
Common Stock					14,617	D	
Common Stock	12/13/2012		M	6,800 A \$ 12.1	14,617	D	
Common Stock	12/13/2012		S	6,800 (1) D \$ 16	21,417	D	
Common Stock	12/13/2012		M	12,148 A \$ 11.91	14,617	D	
Common Stock	12/13/2012		S	12,148 (1) D \$ 16	26,765	D	

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Common Stock	12/13/2012	M	6,250	A	\$ 12.1	14,617	D
Common Stock	12/13/2012	S	<u>6,250</u> <sup>(1)</sup>	D	\$ 16	20,867	D
Common Stock	12/13/2012	S	486 <u>(1)</u>	D	\$ 16	14,131	D
Common Stock	12/13/2012	S	<u>1,359</u> <sup>(1)</sup>	D	\$ 16	12,772	D
Common Stock	12/13/2012	S	<u>2,379</u> <sup>(1)</sup>	D	\$ 16	10,393	D

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 12.1	12/13/2012		M	6,800	05/20/2007	05/20/2014	Common Stock	<u>6,800</u> <sup>(1)</sup>
Stock Option (Right to Buy)	\$ 11.91	12/13/2012		M	12,148	04/22/2009	04/22/2018	Common Stock	<u>12,148</u> <sup>(1)</sup>
Stock Option (Right to Buy)	\$ 12.1	12/13/2012		M	6,250	05/20/2005	05/20/2014	Common Stock	<u>6,250</u> <sup>(1)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEGMILLER DONALD C OMNICELL, INC. 1201 CHARLESTON ROAD MOUNTAIN VIEW, CA 94043		X		

## Signatures

/s/ Donald C. Wegmiller	12/14/2012
**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) Shares sold pursuant to a Rule 105-1 Plan dated 3/2/2012

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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