

Luhr Renee M  
Form 4/A  
January 06, 2009

**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 \*  
Luhr Renee M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

1201 CHARLESTON ROAD

08/01/2008

VP Sales

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
08/04/2008

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

**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					22,500 <sup>(5)</sup>	D	
Common Stock	08/01/2008		M	834 <sup>(1)</sup> A \$ 12.32	23,334 <sup>(6)</sup>	D	
Common Stock	08/01/2008		M	53 <sup>(3)</sup> A \$ 13.16	23,387 <sup>(6)</sup>	D	
Common Stock	08/01/2008		M	10 <sup>(3)</sup> A \$ 13.16	23,397 <sup>(6)</sup>	D	
Common Stock	08/01/2008		M	834 <sup>(2)</sup> A \$ 10.08	24,231 <sup>(6)</sup>	D	

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Common Stock	08/01/2008	M	1,250 (2)	A	\$ 10.58	25,481 (6)	D
Common Stock	08/01/2008	M	84 (2)	A	\$ 11.58	25,565 (6)	D
Common Stock	08/01/2008	M	8,334 (1)	A	\$ 11.66	33,899 (6)	D
Common Stock	08/01/2008	S	11,399 (4)	D	\$ 16.05	22,500 (6)	D

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

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(9-02)

**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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 12.32	08/01/2008		M	834	07/01/2005 08/17/2014	Common Stock	834
Stock Option (Right to Buy)	\$ 13.16	08/01/2008		M	53	07/21/2004 12/04/2009	Common Stock	53
Stock Option (Right to Buy)	\$ 13.16	08/01/2008		M	10	11/19/2004 12/04/2009	Common Stock	10
Stock Option (Right to Buy)	\$ 10.08	08/01/2008		M	834	02/03/2005 11/03/2014	Common Stock	834

