

OMNICELL, Inc
 Form 3
 April 26, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â STEVENSON MICHAEL D (Last) (First) (Middle) 590 E.MIDDLEFIELD ROAD (Street) MOUNTAIN VIEW, Â CA Â 94043 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 02/16/2013 | 3. Issuer Name and Ticker or Trading Symbol OMNICELL, Inc [OMCL] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Exec. VP, Global Manufacturing | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|---|--|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 18,843 ⁽¹⁾ ⁽²⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

| | | | | Shares | | (I) (Instr. 5) | |
|--|------------------|------------|--------------|--------|----------|-------------------|---|
| Stock Option (Right to Buy) ⁽³⁾ | Â ⁽⁴⁾ | 06/04/2022 | Common Stock | 20,000 | \$ 13.74 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STEVENSON MICHAEL D 590 E.MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | Â | Â | Â Exec. VP, Global Manufacturing | Â |

Signatures

/s/ Sabrina Abraham,
Attorney-in-fact

04/26/2013

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 17,500 shares are Restricted Stock Unit Shares which have been granted over a period of time, in multiple grants in 2012 and shall be vested and released on various dates, ending on 12/15/2016.
- (2) 1,343 shares are ESPP shares, purchased on 02/15/2013.
- (3) Non-Qualified stock option under the 2009 Stock Plan.
1/4 of the shares subject to such option shall vest and become exercisable on the twelve-month anniversary of the Vesting Commencement Date and 1/48 of the shares subject to such option shall vest and become exercisable each month thereafter. The Vesting Commencement Date is June 5, 2012.

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.