OMNICELL, Inc Form 4 September 16, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

Form 5 obligations may continue. See Instruction See Instruction 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

1(b).

(Print or Type Responses)

Taborga Jorge R.			Symbol	Issuer
			OMNICELL, Inc [OMCL]	(Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an approach)
			(Month/Day/Year)	Director 10% Owner
590 E. MIDDLEFIELD ROAD			09/15/2015	X Officer (give title Other (speci
				helow) helow)

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading

(Street) 4. If Amendment, Date Original

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

Executive VP. Engineering

5. Relationship of Reporting Person(s) to

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

MOUNTAIN VIEW, CA 94043

(Ctata)

1. Name and Address of Reporting Person *

(City)	(State) (Table	e I - Non-D	erivative (Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transactio	4. Securiton(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial
(IIIsu. 3)		(Month/Day/Year)	(Instr. 8)	(msu. 3,	(A)	3)	Owned Following Reported	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Stock							42,219	D	
Common Stock	09/15/2015		F	129 (1)	D	\$ 33.48	42,090	D	

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

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SEC 1474

(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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Taborga Jorge R. 590 E. MIDDLEFIELD ROAD **MOUNTAIN VIEW, CA 94043**

Executive VP. Engineering

Signatures

/s/ Jorge R. 09/16/2015 Taborga

**Signature of Date Reporting Person

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).
- The sales reported in this Form 4 were mainly to cover tax withholding obligations in connection with the vesting of restricted stock units that occurred immediately prior to the date of sale.

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. "bottom" ALIGN="center">512,334 8,855,743

John Schwarz

124,178,525 440,450 8,855,743

Roy Vallee

123,692,027 926,948 8,855,743

Steven C. Walske

Reporting Owners 2

122,881,875 1,737,100 8,855,743

Proposal 2: As described in Item 5.02(e) above, Synopsys stockholders approved the Amended Equity Plan to, among other items, increase the number of shares of common stock reserved under the plan for future issuance by 5,000,000 shares. The Amended Equity Plan is filed as Exhibit 10.35 to this Current Report on Form 8-K. The voting results regarding this proposal are set forth below:

For:	110,640,072
Against:	13,895,134
Abstain:	83,769
Broker Non-Votes:	8.855.743

Proposal 3: As described in Item 5.02(e) above, Synopsys stockholders approved the Amended ESPP to increase the number of shares of common stock reserved under the plan for future issuance by 5,000,000 shares. The Amended ESPP is filed as Exhibit 10.21 to this Current Report on Form 8-K. The voting results regarding this proposal are set forth below:

For:	122,969,006
Against:	1,635,469
Abstain:	14,500
Broker Non-Votes:	8.855.743

Proposal 4: Synopsys stockholders approved, on an advisory basis, the compensation of Synopsys named executive officers as disclosed in the Proxy Statement. The voting results regarding this proposal are set forth below:

For:	123,524,607	
Against:	1,056,341	
Abstain:	38,027	
Broker Non-Votes:	8,855,743	

Proposal 5: Synopsys stockholders ratified the selection of KPMG LLP as Synopsys independent registered public accounting firm for the fiscal year ending October 31, 2012. The voting results regarding this proposal are set forth below:

For:	131,787,695
Against:	1,642,044
Abstain:	44,979

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
10.21	Employee Stock Purchase Plan, as amended
10.35	2006 Employee Equity Incentive Plan as amended

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

By:

SYNOPSYS, INC.

Dated: April 5, 2012

/s/ Brian E. Cabrera
Brian E. Cabrera
Vice President, General Counsel and
Corporate Secretary

INDEX TO EXHIBITS

Exhibit Number	Description
10.21	Employee Stock Purchase Plan, as amended
10.35	2006 Employee Equity Incentive Plan, as amended