Edgar Filing: OMNICELL, Inc - Form 4

OMNICELL Form 4 May 21, 201:										
FORM								OMB A	PPROVAL	
-	UNITED S	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								
Check thi if no long subject to Section 1 Form 4 or	box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								Expires: January 31 2009 Estimated average burden hours per response 0.9	
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a)									
(Print or Type F	Responses)									
1. Name and A Bauer Joann	Symbol	2. Issuer Name and Ticker or Trading Symbol OMNICELL, Inc [OMCL]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Mi		3. Date of Earliest Transaction					Check all applicable)		
()			 (Month/Day/Year) 05/19/2015 4. If Amendment, Date Original Filed(Month/Day/Year) 				X_ Director 10% Owner Officer (give title Other (specify below) below)			
	6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person									
MOUNTAI	N VIEW, CA 9404	43					Form filed by M Person	More than One R	eporting	
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)))	Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	/ Amount 3,328 (1)	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	05/19/2015		А		А	\$0	10,041	D		
Common Stock	05/19/2015		А	208 (2)	А	\$0	10,249	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		Date Amount of		int of rlying rities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addr	Relationships							
	Director	10% Owner	Officer	Other				
Bauer Joanne B 590 E. MIDDLEFIELD ROA MOUNTAIN VIEW, CA 940								
Signatures								
/s/ Joanne B. Bauer	05/21/2015							
<u>**</u> 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) Grant of restricted shares in consideration of services as a member of the Board of Directors. Shares vest in full on the date of the Company's 2016 Annual Meeting of Stockholders.
- (2) Grant of restricted shares in consideration for services as a member of the Corporate Governance Committee. Shares shall vest in full on the date of the Company's 2016 Annual Meeting of Stockholders.

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.