Edgar Filing: OMNICELL, Inc - Form 4

| OMNICELL | , Inc | | | | | | | | | | | |
|--|--|---------------|---|--------------------|-------------|---|------------------|--|-------------------------|-------------------------|--|--|
| Form 4 | | | | | | | | | | | | |
| March 09, 20 |)17 | | | | | | | | | | | |
| | | | | | | | | | | OMB APPROVAL | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | OMB Number: | 3235-0287 | | |
| Check thi | | | | 0 / | | | | | Expires: | January 31, | | |
| if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF | | | | | | | | • | 2005 | | | |
| | subject to STATE VIEW OF CHARGES IN DELETICIAL OWNERSHIT Section 16. SECURITIES | | | | | | | | Estimated burden hou | | | |
| Form 4 of | r | | | | | | | | response | | | |
| Form 5 | Filed | pursuant to | Section 16 | 6(a) of the | e Securiti | ies Ez | xchang | ge Act of 1934, | | | | |
| obligation may cont | | 17(a) of the | Public Ut | ility Hold | ing Com | pany | Act o | of 1935 or Section | n | | | |
| See Instru | | 30(h) |) of the Inv | vestment | Compan | y Act | of 19 | 40 | | | | |
| 1(b). | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| (Print or Type F | Responses) | | | | | | | | | | | |
| 1.37 1.4 | 11 (D | | | | | | | 5 1 4 1 | | | | |
| I. Name and A JOHNSTON | ddress of Repor | ting Person _ | 2. Issuer Name and Ticker or Trading | | | | g | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| JOHNSTON | DAN 5 | | • | Symbol | | | | 105001 | | | | |
| | | | OMNICELL, Inc [OMCL] | | | | | (Check all applicable) | | | | |
| (Last) | (First) | (Middle) | 3. Date of | Earliest Tra | insaction | | | | | | | |
| | | | | (Month/Day/Year) | | | | Director 10% Owner | | | | |
| C/O OMNICELL, INC., 590 03/07/2017 | | | |)17 | | | | _X_ Officer (give title Other (specify below) below) | | | | |
| E.MIDDLEFIELD | | | | | | | | EVP-Chief Legal & Admin Off | | | | |
| | 4. If Amendment, Date Original | | | | | 6. Individual or Joint/Group Filing(Check | | | | | | |
| | (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | Applicable Line) | | | | | |
| _X_ Form filed by O | | | | | | | | | | | | |
| MOUNTAI | N VIEW, CA | 94043 | | | | | | Form filed by I Person | More than One R | eporting | | |
| (City) | (Stata) | (Zin) | | | | | | | | | | |
| (City) | (State) | (Zip) | Table | e I - Non-D | erivative S | Securi | ties Ac | quired, Disposed o | f, or Beneficia | lly Owned | | |
| 1.Title of | 2. Transaction (Month/Day/Y | Date 2A. De | | 3. | 4. Securi | | | 5. Amount of | 6. Ownership | | | |
| Security | on Date, if TransactionAcquired (A) or | | | | | Securities | Form: Direct | Indirect | | | | |
| (Instr. 3) | | any (Month | /Day/Year) | Code (Instr. 8) | | Disposed of (D) (Instr. 3, 4 and 5) | | • | (D) or Indirect (I) | Beneficial Ownership | | |
| | | (monu | (Duy) (Cur) | (1150.3, 1 and 3) | | | | (Instr. 4) | (Instr. 4) | | | |
| | | | | | | (A) | | Reported | | | | |
| | | | | | | or | | Transaction(s) | | | | |
| | | | | Code V | Amount | (D) | Price | (Instr. 3 and 4) | | | | |
| Common | | | | | | | | 63,047 | D | | | |
| Stock | | | | | | | | 05,047 | D | | | |
| Common | | | | | 1,351 | | | | | | | |
| Stock | 03/07/2017 | | | F | (1) | D | \$0 | 61,696 | 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.

Edgar Filing: OMNICELL, Inc - Form 4

 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. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Amou Unde Secur | le and unt of rlying rities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|-----------------------|--|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|-----------------------------|-------|--|--|--|
| I. S. | Director | 10% Owner | Officer | Other | | | |
| JOHNSTON DAN S C/O OMNICELL, INC. 590 E.MIDDLEFIELD MOUNTAIN VIEW, CA 94043 | | | EVP-Chief Legal & Admin Off | | | | |
| Signatures | | | | | | | |

/s/ Dan S. 03/09/2017 Johnston

<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) 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.