

Luhr Renee M  
Form 4  
August 23, 2007

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

08/21/2007

VP Sales

(Street)

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

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock					15,000	D	
Common Stock	08/21/2007		M	2,500 (1) A \$ 13.16	17,500	D	
Common Stock	08/21/2007		M	1,250 (1) A \$ 12.32	18,750	D	
Common Stock	08/21/2007		M	91 (4) A \$ 13.16	18,841	D	
Common Stock	08/21/2007		M	108 (4) A \$ 13.16	18,949	D	

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Common Stock	08/21/2007	M	57 <sup>(2)</sup>	A	\$ 10.08	19,006	D
Common Stock	08/21/2007	M	1,193 <sup>(2)</sup>	A	\$ 10.08	20,199	D
Common Stock	08/21/2007	M	834 <sup>(3)</sup>	A	\$ 6.5	21,033	D
Common Stock	08/21/2007	M	2,315 <sup>(2)</sup>	A	\$ 10.58	23,348	D
Common Stock	08/21/2007	M	208 <sup>(2)</sup>	A	\$ 11.58	23,556	D
Common Stock	08/21/2007	M	1,444 <sup>(1)</sup>	A	\$ 11.66	25,000	D
Common Stock	08/21/2007	S	10,000 <sup>(5)</sup>	D	\$ 24.31	15,000	D
Common Stock	08/22/2007	M	10,000 <sup>(1)</sup>	A	\$ 11.66	25,000	D
Common Stock	08/22/2007	S	10,000 <sup>(5)</sup>	D	\$ 24.59	15,000	D
Common Stock	08/23/2007	M	108 <sup>(4)</sup>	A	\$ 13.16	15,108	D
Common Stock	08/23/2007	M	9,892 <sup>(1)</sup>	A	\$ 11.66	25,000	D
Common Stock	08/23/2007	S	10,000 <sup>(5)</sup>	D	\$ 23.97	15,000	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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Stock Option (Right to Buy)	\$ 13.16	08/21/2007	M	2,500	11/05/2005	12/04/2013	Common Stock	2,500
Stock Option (Right to Buy)	\$ 12.32	08/21/2007	M	1,250	07/01/2005	08/17/2014	Common Stock	1,250
Stock Option (Right to Buy)	\$ 13.16	08/21/2007	M	91	07/21/2004	12/04/2009	Common Stock	91
Stock Option (Right to Buy)	\$ 13.16	08/21/2007	M	108	11/19/2004	12/04/2009	Common Stock	108
Stock Option (Right to Buy)	\$ 10.08	08/21/2007	M	57	03/02/2005	11/03/2014	Common Stock	57
Stock Option (Right to Buy)	\$ 10.08	08/21/2007	M	1,193	03/02/2005	11/03/2014	Common Stock	1,193
Stock Option (Right to Buy)	\$ 6.5	08/21/2007	M	834	07/01/2005	06/01/2015	Common Stock	834
Stock Option (Right to Buy)	\$ 10.58	08/21/2007	M	2,315	03/07/2006	12/07/2015	Common Stock	2,315
Stock Option (Right to Buy)	\$ 10.58	08/21/2007	M	208	03/09/2006	02/01/2016	Common Stock	208
Stock Option (Right to Buy)	\$ 11.66	08/21/2007	M	1,444	04/03/2007	04/05/2016	Common Stock	1,444
Stock Option (Right to Buy)	\$ 11.66	08/22/2007	M	10,000	04/03/2007	04/05/2016	Common Stock	10,000
	\$ 13.16	08/23/2007	M	108	10/19/2004	12/04/2009		108

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Stock Option (Right to Buy)									Common Stock	
Stock Option (Right to Buy)	\$ 11.66	08/23/2007		M	9,892	04/03/2007	04/05/2016		Common Stock	9,892

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Luhr Renee M 1201 CHARLESTON ROAD MOUNTAIN VIEW, CA 94043			VP Sales	

### Signatures

/s/ Renee M.                                  08/23/2007  
Luhr

\_\_\_\_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).
- (1) Shares vest ratably over a 36 month period.
- (2) Shares vest ratably over a 48 month period.
- (3) Shares vest ratably over a 24 month period.
- (4) Shares vest 50% immediately, remaining 50% vests ratably thereafter for the next 48 months.
- (5) Sale made pursuant to a Rule 10b5-1 plan adopted on August 17, 2007.

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