LINDHOLM RANDY D

Form 4/A

February 15, 2013

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005
Estimated average

0.5

Form 4 or Form 5 obligations may continue. 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

SECURITIES

response...

burden hours per

1(b).

Common

Stock

02/05/2013

(Print or Type Responses)

LINDHOLM RANDY D S			Symbol	•				5. Relationship of Reporting Person(s) to Issuer		
OMNICELL, Inc [OMCL]			(Check all applicable)							
			3. Date of Earliest Transaction (Month/Day/Year) 02/05/2013					X Director 10% Owner Officer (give title below) Other (specify below)		
(Street)			Filed(Mor	4. If Amendment, Date Original Filed(Month/Day/Year) 02/07/2013				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabl	le I - Non-E	Perivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ransaction Date 2A. Deemed execution Date, if any (Month/Day/Year)		Date, if Transaction(A) or Disposed of (D) Code (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)		
Common Stock				Code V	rinount	(D)	Trice	51,391	D	
Common Stock	02/05/2013			M	5,000	A	\$ 12.1	56,391	D	
Common Stock	02/05/2013			S	5,000	D	\$ 17.46	51,391	D	
Common Stock	02/05/2013			M	2,720	A	\$ 11.91	54,111	D	

S

2,720 D

51,391

17.46

D

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Common Stock	02/05/2013	M	5,000	A	\$ 12.93	56,391	D
Common Stock	02/05/2013	S	5,000	D	\$ 17.46	51,391	D
Common Stock	02/05/2013	M	6,998	A	\$ 11.91	58,389	D
Common Stock	02/05/2013	S	6,998	D	\$ 17.35	51,391	D
Common Stock	02/05/2013	S	1,698	D	\$ 17.49	49,693	D
Common Stock	02/05/2013	S	2,168	D	\$ 17.48	47,525	D
Common Stock	02/05/2013	S	2,832	D	\$ 17.48	44,693	D
Common Stock	02/05/2013	S	1,414	D	\$ 17.46 (1)	43,279	D
Common Stock	02/05/2013	S	4,324	D	\$ 17.46 (1)	38,955	D
Common Stock	02/05/2013	S	2,162	D	\$ 17.46 (1)	36,793	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)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exerci	isable and	7. Title and	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction Derivative		Expiration Date		Underlying Securities	
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired					
	Derivative				(A) or				
	Security				Disposed of				
	·				(D)				
				(Instr. 3, 4,					
				and 5)					
									Amount
						Date	Expiration	m: a	or
						Exercisable	Date	Title	Number
				G 1 17	(4)				of
				Code V	(A) (D)				Shares

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Stock Option (Right to Buy)	\$ 12.1	02/05/2013	M	5,000	05/20/2005	05/20/2014	Common Stock	5,000
Stock Option (Right to Buy)	\$ 11.91	02/05/2013	M	2,720	04/22/2009	04/22/2018	Common Stock	2,720
Stock Option (Right to Buy)	\$ 12.93	02/05/2013	M	5,000	04/26/2007	04/26/2016	Common Stock	5,000
Stock Option (Right to Buy)	\$ 11.91	02/05/2013	M	6,998	04/22/2009	04/22/2018	Common Stock	6,998

Reporting Owners

Reporting Owner Name / Address	Relationships						
·r· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
LINDHOLM RANDY D C/O OMNICELL, INC. 590 E.MIDDLEFIELD MOUNTAIN VIEW, CA 94043	X						

Signatures

/s/ Randy D.
Lindholm

**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) This Form 4 is amended and restated to correct a sale price from 17.35 to 17.46 for the sale of an aggregate of 7,900 shares previously reported on the Form 4 dated February 7, 2013

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.

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