

Taborga Jorge R.
Form 4
March 12, 2019

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 *
Taborga Jorge R.

(Last) (First) (Middle)
590 E. MIDDLEFIELD ROAD
(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
OMNICELL, Inc [OMCL]

3. Date of Earliest Transaction
(Month/Day/Year)
03/11/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Global R & D

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

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (D)	Price		
Common Stock					36,156	D	
Common Stock	03/11/2019		M	9,796 A	\$ 0	D	
Common Stock	03/11/2019		S	9,796 D	\$ 83.9365 (1)	D	
Common Stock	03/12/2019		S	1,132 D	\$ 83.6763 (2)	D	
	03/12/2019		M	8,868 A	\$ 0	D	

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Common
Stock

Common Stock	03/12/2019	S	8,868	D	\$ 83.788 <u>(3)</u>	35,024	D
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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 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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options NQ (Right to buy)	\$ 36.7	03/11/2019		M	4,088	02/08/2018 02/07/2027	Common Stock	4,088	
Stock Options NQ (Right to buy)	\$ 4,536	03/11/2019		M	4,536	02/04/2017 02/03/2026	Common Stock	4,536	
Stock Options NQ (Right to buy)	\$ 34.02	03/11/2019		M	1,172	02/06/2016 02/05/2025	Common Stock	1,172	
Stock Options NQ (Right to buy)	\$ 27.7	03/12/2019		M	908	02/04/2017 02/03/2026	Common Stock	908	
	\$ 36.7	03/12/2019		M	628	02/08/2018 02/07/2027		628	

Stock								Common	
Options								Stock	
NQ									
(Right to									
buy)									
Stock									
Options									
NQ	\$ 44.25	03/12/2019		M	7,332	02/06/2019	02/05/2028	Common	7,332
(Right to								Stock	
buy)									

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Taborga Jorge R. 590 E. MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043			EVP, Global R & D	

Signatures

/s/ Jorge R.
Taborga

03/12/2019

**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).

The price reported in Column 4 is the average price of \$83.9365. The sold price range between \$83.60 to \$84.00. The reporting person

(1) undertakes to provide to Omnicell, Inc., any security holder of Omnicell, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

The price reported in Column 4 is the exact price of \$83.6763. The reporting person undertakes to provide to Omnicell, Inc., any security

(2) holder of Omnicell, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

The price reported in Column 4 is the average price of \$83.7880. The sold price range between \$83.25 to \$84.02. The reporting person

(3) undertakes to provide to Omnicell, Inc., any security holder of Omnicell, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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