OMNICELL, Inc Form 8-K January 06, 2009

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

#### FORM 8-K

#### **CURRENT REPORT**

## PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 6, 2009

### OMNICELL, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

000-33043

(Commission File Number)

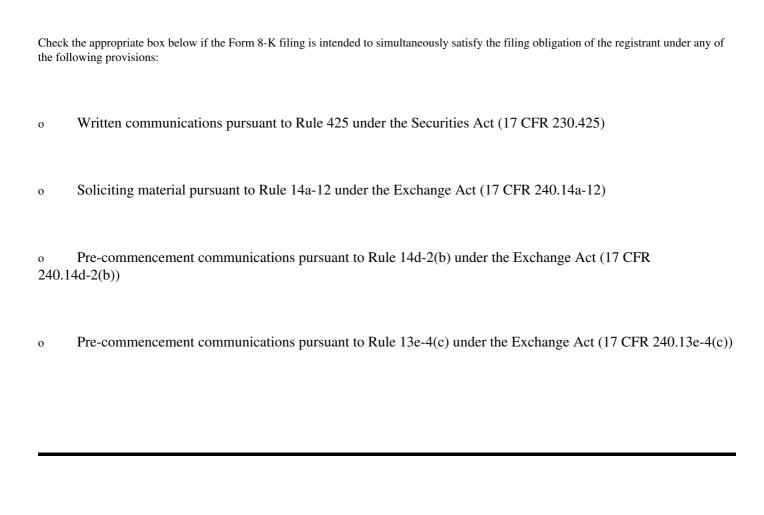
94-3166458 (IRS Employer Identification Number)

1201 Charleston Road Mountain View, CA 94043

(Address of principal executive offices, including zip code)

(650) 251-6100

(Registrant s telephone number, including area code)



Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 6, 2009, Renee M. Luhr, Vice President, Sales of Omnicell, Inc., a Delaware corporation (Omnicell), informed Omnicell that she is resigning as an employee and executive officer of Omnicell effective February 15, 2009. Ms. Luhr s resignation is due to personal reasons and not the result of any disagreement with Omnicell. Omnicell intends to reassign Ms. Luhr s responsibilities before the end of January 2009.

In connection with Ms. Luhr s resignation, Omnicell and Ms. Luhr have agreed to enter into a separation arrangement and release pursuant to which Ms. Luhr will be paid fourteen (14) months (\$277,667) base salary and Omnicell will pay the premiums for Ms. Luhr s group health insurance care coverage pursuant to federal COBRA law for fourteen (14) months following the effective date of her resignation. In return Ms. Luhr has agreed to provide Omnicell with a general release of claims.

#### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

#### OMNICELL, INC.

Dated: January 6, 2009 By:

/s/ Dan S. Johnston Dan S. Johnston, Vice President and General Counsel

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