OMNICELL INC /CA/ Form SC 13G December 17, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G (Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2

Under the Securities Exchange Act of 1934 (Amendment No.)*

Omnicell, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

68213N109

(CUSIP Number)

December 7, 2004

Date of Event Which Requires Filing of this Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

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o Rule 13d-1(b) ý Rule 13d-1(c)

o Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 68213N	109			Page 2 of 17 Pages		
1.	NAME OF REPORTING PERSON					
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Citadel Limit	ed Partnership				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ý (b) o					
3.	SEC USE ON	LY				
4.	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Illinois limite	d partnership				
	U.S.A.					
		5.	SOLE VOTING POWER			
			0			
NUMBE SHAR	ES	6.	SHARED VOTING POWER 1,215,448 shares of Common Stock			
BENEFIC OWNEI EAC	O BY	7.	SOLE DISPOSITIVE POWER			
REPOR PERS	ГING		0			
WIT	Н	8.	SHARED DISPOSITIVE POWER See Row 6 above.			
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON See Row 6 above.					
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* 0					
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) Approximately 4.8% as of the date of this filing (based on 25,287,153 shares of Common Stock issued and outstanding as of October 31, 2004).					
12.	TYPE OF RE	PORTING PERS	ON*			
	PN; HC					

CUSIP No. 68213N	109			Page 3 of 17 Pages			
1.	NAME OF REPORTING PERSON						
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
	GLB Partners, L.P.						
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*(a)ý(b)o						
3.	SEC USE ON	JLY					
4.	CITIZENSHI	IP OR PLACE O	F ORGANIZATION				
	Delaware lin U.S.A.	nited partnershi	р				
		5.	SOLE VOTING POWER				
			0				
NUMBE SHAR	ES	6.	SHARED VOTING POWER 1,215,448 shares of Common Stock				
BENEFICI OWNED) BY	7.	SOLE DISPOSITIVE POWER				
EAC REPORT PERSO	TING		0				
WIT		8.					
			SHARED DISPOSITIVE POWER See Row 6 above.				
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON See Row 6 above.						
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* o						
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12.	TYPE OF RE	EPORTING PER	SON*				
	PN; HC						

CUSIP No. 68213N	1109			Page 4 of 17 Pages		
1.	NAME OF REPORTING PERSON					
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Citadel Inves	stment Group, I	.L.C.			
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*(a)ý(b)o					
3.	SEC USE ON	JLY				
4.	CITIZENSHI	P OR PLACE O	F ORGANIZATION			
	Delaware lin U.S.A.	nited liability co	mpany			
		5.	SOLE VOTING POWER			
			0			
NUMBE Shar		6.	SHARED VOTING POWER 1,215,448 shares of Common Stock			
BENEFIC OWNEI EAC	D BY	7.	SOLE DISPOSITIVE POWER			
REPOR' PERS	TING		0			
WIT		8.				
			SHARED DISPOSITIVE POWER See Row 6 above.			
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON See Row 6 above.					
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12.	TYPE OF RE	PORTING PER	SON*			
	00; HC					

CUSIP No. 68213	CUSIP No. 68213N109						
1.	NAME OF	NAME OF REPORTING PERSON					
	S.S. OR I.R	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Kenneth G	riffin					
2.	CHECK TH (a) (b)						
3.	SEC USE C	ONLY					
4.	CITIZENSI	HIP OR PLA	CE OF ORGANIZATION				
	U.S. Citizer U.S.A.	n					
		5.	SOLE VOTING POWER				
			0				
NUMBER OF SHARES		6.	SHARED VOTING POWER 1,215,448 shares of Common Stock				
BENEFI OWNE EA	ED BY	7.	SOLE DISPOSITIVE POWER				
REPOR	RTING		0				
WI		8.					
			SHARED DISPOSITIVE POWER See Row 6 above.				
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12.	TYPE OF R	REPORTING	PERSON*				
	IN; HC						

CUSIP No. 68213	CUSIP No. 68213N109					
1.	NAME OF REPORTING PERSON					
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Citadel We	ellington Partn	ners L.P.			
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ý (b) o					
3.	SEC USE C	ONLY				
4.	CITIZENSI	HIP OR PLAC	E OF ORGANIZATION			
	Illinois limi U.S.A.	ited partnersh	ip			
		5.	SOLE VOTING POWER			
			0			
NUMBER OF SHARES BENEFICIALLY		6.	SHARED VOTING POWER 1,215,448 shares of Common Stock			
OWNE	ED BY	7.	SOLE DISPOSITIVE POWER			
REPOR	EACH REPORTING PERSON		0			
WI		8.	SHARED DISPOSITIVE POWER			
			SHARED DISPOSITIVE POWER See Row 6 above.			
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON See Row 6 above.					
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	PN; HC					

CUSIP No. 68213	CUSIP No. 68213N109						
1.	NAME OF REPORTING PERSON						
	S.S. OR I.R	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Citadel We	llington Parti	ners L.P. SE				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ý (b) o						
3.	SEC USE C	NLY					
4.	CITIZENSI	HP OR PLAC	CE OF ORGANIZATION				
	Delaware li U.S.A.	mited partne	ership				
		5.	SOLE VOTING POWER				
			0				
NUMBER OF SHARES		6.	SHARED VOTING POWER 1,215,448 shares of Common Stock				
BENEFIC OWNE	D BY	7.	SOLE DISPOSITIVE POWER				
REPOR	EACH REPORTING PERSON		0				
WI		8.					
			SHARED DISPOSITIVE POWER See Row 6 above.				
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CUSIP No. 68213N	109			Page 8 of 17 Pages		
1.	NAME OF REPORTING PERSON					
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Citadel Kensington Global Strategies Fund Ltd.					
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ý (b) o					
3.	SEC USE ON	LY				
4.	CITIZENSHI	P OR PLACE OI	FORGANIZATION			
	Bermuda con	npany				
		5.	SOLE VOTING POWER			
			0			
NUMBE SHAR	ES	6.	SHARED VOTING POWER 1,215,448 shares of Common Stock			
BENEFIC OWNEI EAC) ВҮ Н	7.	SOLE DISPOSITIVE POWER			
REPORT PERSO			0			
WIT	Н	8.	SHARED DISPOSITIVE POWER See Row 6 above.			
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