

Omniceil, Inc.  
Condensed Consolidated Statement of Operations  
(in thousands, except per share data, unaudited)

	Three Months Ended			Nine Months Ended	
	September 30, 2008	June 30, 2008	September 30, 2007	September 30, 2008	September 30, 2007
Revenues:					
Product	\$ 54,294	\$ 52,870	\$ 46,376	\$ 159,580	\$ 129,271
Services and other revenues	10,051	10,504	8,776	30,230	25,864
Total revenue	<u>64,345</u>	<u>63,374</u>	<u>55,152</u>	<u>189,810</u>	<u>155,135</u>
Cost of revenues:					
Cost of product revenues	24,940	24,349	20,479	73,259	58,776
Cost of services and other revenues	6,642	6,665	4,860	19,083	13,955
Total cost of revenues	<u>31,582</u>	<u>31,014</u>	<u>25,339</u>	<u>92,342</u>	<u>72,731</u>
Gross profit	32,763	32,360	29,813	97,468	82,404
Operating expenses:					
Research and development	4,685	4,978	3,848	13,939	10,999
Selling, general, and administrative	23,862	22,878	20,732	69,947	58,497
Total operating expenses	<u>28,547</u>	<u>27,856</u>	<u>24,580</u>	<u>83,886</u>	<u>69,496</u>
Income from operations	4,216	4,504	5,233	13,582	12,908
Other income and expense	673	722	2,055	2,804	4,075
Income before provision for income taxes	4,889	5,226	7,288	16,386	16,983
Provision for (benefit from) income taxes	1,975	2,473	348	6,985	(12,015)
Net income	<u>\$ 2,914</u>	<u>\$ 2,753</u>	<u>\$ 6,940</u>	<u>\$ 9,401</u>	<u>\$ 28,998</u>
Net income per share:					
Basic	\$ 0.09	\$ 0.09	\$ 0.20	\$ 0.29	\$ 0.93
Diluted	\$ 0.09	\$ 0.08	\$ 0.19	\$ 0.28	\$ 0.88
Weighted average shares outstanding:					
Basic	31,128	31,716	34,127	32,345	31,278
Diluted	32,138	32,549	35,833	33,498	32,996

Omniceil, Inc.  
Condensed Consolidated Balance Sheet  
(In thousands)

	September 30, 2008	December 31, 2007
	(unaudited)	
<b>Current Assets:</b>		
Cash and cash equivalents	\$ 125,032	\$ 169,812
Accounts receivable, net	47,391	37,521
Inventories	13,856	13,732
Prepaid expenses	9,846	9,482
Deferred tax assets	11,830	11,830
Other current assets	8,921	9,807
Total current assets	216,876	252,184
Property and equipment, net	14,668	10,184
Non-current net investment in sales-type leases	10,882	12,634
Goodwill	24,310	23,076
Other intangible assets	7,480	9,466
Non-current deferred tax asset	9,994	12,881
Other assets	9,300	7,998
Total assets	\$ 293,510	\$ 328,423
<b>Current Liabilities:</b>		
Accounts payable	\$ 11,675	\$ 10,116
Accrued compensation	7,657	8,306
Advance payments from customers	-	156
Accrued liabilities	11,044	12,877
Deferred service revenue	12,418	11,263
Deferred gross profit	14,509	14,565
Obligation resulting from sale of receivables	222	538
Total current liabilities	57,525	57,821
Long-term deferred service revenue	17,296	15,726
Other long-term liabilities	116	237
Total liabilities	74,937	73,784
Stockholders' equity	218,573	254,639
Total liabilities and stockholders' equity	\$ 293,510	\$ 328,423

Omniceil, Inc.  
Reconciliation of GAAP to Non-GAAP  
(in thousands, except per share data, unaudited)

	Three months ended					
	September 30, 2008		September 30, 2007		June 30, 2008	
	Net	Earnings per share- diluted	Net income	Earnings per share-diluted	Net	Earnings per share- diluted
	income				income	
<b>GAAP</b>	\$ 2,914	\$ 0.09	\$ 6,940	\$ 0.19	\$ 2,753	\$ 0.08
Non-GAAP Adjustments:						
SFAS No. 123(R) adjustment						
Gross Margin	401		294		416	
Operating Expenses	2,367		2,522		2,517	
	2,768	0.09	2,816	0.08	2,933	0.09
<b>Non-GAAP</b>	<u>\$ 5,682</u>	<u>\$ 0.18</u>	<u>\$ 9,756</u>	<u>\$ 0.27</u>	<u>\$ 5,686</u>	<u>\$ 0.17</u>

**OMNICELL, INC.**  
**CALCULATION OF EBITDA, as defined (1)**  
(in thousands)

	Three months ended									
	September 30, 2008	June 30, 2008	March 31, 2008	December 31, 2007	September 30, 2007	June 30, 2007	March 31, 2007	December 31, 2006	September 30, 2006	June 30, 2006
GAAP Net Income	\$ 2,914	\$ 2,753	\$ 3,733	\$ 14,515	\$ 6,940	\$ 18,093	\$ 3,965	\$ 4,100	\$ 3,116	\$ 2,133
Add back:										
FAS 123R stock compensation expense	2,768	2,933	3,067	2,779	2,816	2,538	2,659	2,014	2,050	1,900
Interest	(682)	(723)	(1,429)	(1,972)	(2,070)	(1,290)	(759)	(562)	(589)	(369)
Depreciation and Amortization Expense	2,192	2,363	2,111	1,446	1,097	1,036	1,023	1,053	1,034	1,098
Income tax (benefit) expense	1,975	2,473	2,538	(6,851)	348	(12,639)	276	282	384	78
Non-GAAP EBITDA, as defined (1)	<u>\$ 9,167</u>	<u>\$ 9,800</u>	<u>\$ 10,020</u>	<u>\$ 9,917</u>	<u>\$ 9,131</u>	<u>\$ 7,738</u>	<u>\$ 7,164</u>	<u>\$ 6,887</u>	<u>\$ 5,995</u>	<u>\$ 4,840</u>

(1) Defined as earnings before interest income and expense, taxes, depreciation and amortization, and non-cash expenses, including stock compensation expense