

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

	Three Months Ended		
	March 31, 2009	December 31, 2008	March 31, 2008
Revenues:			
Product revenues	\$ 42,295	\$ 51,068	\$ 52,415
Services and other revenues	9,909	10,987	9,675
Total revenues	52,204	62,055	62,090
Cost of revenues:			
Cost of product revenues	20,280	24,202	23,970
Cost of services and other revenues	6,895	6,687	5,776
Restructuring charges	1,209	-	-
Total cost of revenues	28,384	30,889	29,746
Gross profit	23,820	31,166	32,344
Operating expenses:			
Research and development	3,977	4,256	4,276
Selling, general and administrative	21,499	23,152	23,207
Restructuring charges	1,315	-	-
Total operating expenses	26,791	27,408	27,483
Income (loss) from operations	(2,971)	3,758	4,861
Interest and other income, net of other expense	182	578	1,410
Income (loss) before provision for (benefit from) income taxes	(2,789)	4,336	6,271
Provision for (benefit from) income taxes	(918)	1,013	2,538
Net income (loss)	\$ (1,871)	\$ 3,323	\$ 3,733
Net income (loss) per share-basic	\$ (0.06)	\$ 0.11	\$ 0.11
Net income (loss) per share-diluted	\$ (0.06)	\$ 0.10	\$ 0.10
Weighted average shares outstanding:			
Basic	31,453	31,265	34,193
Diluted	31,453	31,849	35,582

**Omnicell, Inc.**  
**Condensed Consolidated Balance Sheets**  
(In thousands)

	March 31, 2009	December 31, 2008
	(unaudited)	(1)
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 118,853	\$ 120,439
Accounts receivable, net	60,779	57,976
Inventories	10,834	12,957
Prepaid expenses	9,439	9,310
Deferred tax assets	14,871	14,871
Other current assets	10,636	9,434
Total current assets	225,412	224,987
Property and equipment, net	15,929	16,180
Non-current net investment in sales-type leases	9,795	10,896
Goodwill	24,982	24,982
Other intangible assets	6,142	6,706
Non-current deferred tax assets	15,650	15,889
Other assets	9,207	8,902
Total assets	\$ 307,117	\$ 308,542
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 11,888	\$ 9,377
Accrued compensation	7,683	8,889
Accrued liabilities	11,184	10,187
Deferred service revenue	12,291	12,084
Deferred gross profit	11,652	16,648
Obligation resulting from sale of receivables	129	170
Total current liabilities	54,827	57,355
Long-term deferred service revenue	15,593	16,782
Other long-term liabilities	801	848
Total liabilities	71,221	74,985
Stockholders' equity:		
Total stockholders' equity	235,896	233,557
Total liabilities and stockholders' equity	\$ 307,117	\$ 308,542

(1) Information derived from our December 31, 2008 audited Consolidated Financial Statements.

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

	Three months ended					
	March 31, 2009		December 31, 2008		March 31, 2008	
	Net income (loss)	Earnings (loss) per share-diluted	Net income	Earnings per share-diluted	Net income	Earnings per share-diluted
<b>GAAP</b>	\$ (1,871)	\$ (0.06)	\$ 3,323	\$ 0.10	\$ 3,733	\$ 0.10
Non-GAAP adjustments:						
SFAS No. 123(R) adjustment (a)						
Gross profit	379		283		510	
Operating expenses	2,105		2,113		2,557	
Restructuring cost (net of tax) (b)						
Gross profit	735					
Operating expenses	799					
One time tax adjustment (c)			(246)			
	<u>4,018</u>	<u>0.13</u>	<u>2,150</u>	<u>0.07</u>	<u>3,067</u>	<u>0.09</u>
<b>Non-GAAP</b>	<u>\$ 2,147</u>	<u>\$ 0.07</u>	<u>\$ 5,473</u>	<u>\$ 0.17</u>	<u>\$ 6,800</u>	<u>\$ 0.19</u>

(a) This adjustment reflects the accounting impact of non-cash share-based compensation expense pursuant to SFAS123R for the periods presented.

(b) This is the net of tax impact of the restructuring activities during the first quarter of 2009.

(c) This adjustment reflects the impact on the income tax provision of a one-time tax benefit related to research and development tax credits.