

Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 5

OMEGA HEALTHCARE INVESTORS INC  
 Form 5  
 February 14, 2003

-----  
 FORM 5  
 -----

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549

// CHECK BOX IF NO LONGER ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
 SUBJECT TO SECTION 16. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 FORM 4 OR FORM 5 OBLI- Section 17(a) of the Public Utility Holding Company Act of 1935  
 GATIONS MAY CONTINUE. Section 30(h) of the Investment Company Act of 1940  
 SEE INSTRUCTION 1(b).  
 // FORM 3 HOLDINGS REPORTED  
 // FORM 4 TRANSACTIONS REPORTED

-----

|   |  |     |
|---|--|-----|
| 1. Name and Address of Reporting Person*            | 2. Issuer Name and Ticker or Trading Symbol                                | 6.  |
| McNamara Donald J.                                  | Omega Healthcare Investors, Inc. (NYSE:OHI)                                | X   |
| (Last) (First) (Middle)                             | 3. IRS Identification Number of Reporting Person, if an entity (voluntary) | --- |
| 4200 Texas Commerce Tower West,<br>2200 Ross Avenue | 4. Statement for Month/Year<br>February 11, 2003                           | --- |
| (Street)  | 5. If Amendment, Date of Original (Month/Year)                             | 7.  |
| Dallas Texas 75201                                  |  |     |
| (City) (State) (Zip)                                |  |     |

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BE

| 1. Title of Security (Instr. 3) | 2. Trans- action Date (Month/ Day/ Year) | 2A. Deemed Execution Date, if any (Month/ Day/ Year) | 3. Trans- action Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficia Owned at end of Issuer's Fiscal Ye (Instr. 3 and 4) |
|---------------------------------|--|--|----------------------------------|---|---|
|                                 |  |  |                                  | Amount (A) or (D) Price   |   |
| Common Stock                    | 12/26/02                                 |  | G                                | 1,368 D N/A   | 165,333   |
|                                 |  |  |                                  |   |   |
|                                 |  |  |                                  |   |   |
|                                 |  |  |                                  |   |   |
|                                 |  |  |                                  |   |   |
|                                 |  |  |                                  |   |   |
|                                 |  |  |                                  |   |   |
|                                 |  |  |                                  |   |   |
|                                 |  |  |                                  |   |   |

Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 5

-----  
 -----  
 -----  
 \*If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly

FORM 5 (CONTINUED)

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 of 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) |
|--|--|--------------------------------------|--|--------------------------------|---|
|--|--|--------------------------------------|--|--------------------------------|---|

(A)

(D)

| 7. Title and Amount of Underlying Securities | 8. Price of Derivative | 9. Number of Derivative | 10. Ownership of Derivative | 11. Nature of Derivative (Direct or Indirect) |
|--|------------------------|-------------------------|-----------------------------|---|
|--|------------------------|-------------------------|-----------------------------|---|

# Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 5

(Instr. 3 and 4)

Security  
(Instr. 5)

Securities  
Beneficially  
Owned at End  
of Year  
or Indirect  
(I) (Instr. 4)

Security:  
Direct (D)  
(Instr. 4)

Benefi  
Owners  
(Instr.

| Title | Amount or<br>Number of<br>Shares |
|-------|----------------------------------|
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |
|       |                                  |

**Explanation of Responses:**

|                                 |         |
|---------------------------------|---------|
| /s/ DONALD J. McNAMARA          | 2/11/03 |
| **Signature of Reporting Person | Date    |

\*\*Intentional misstatements or omissions of facts constitute  
Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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