

NATIONWIDE HEALTH PROPERTIES INC

Form 4

February 11, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PASQUALE DOUGLAS M

2. Issuer Name **and** Ticker or Trading
Symbol
**NATIONWIDE HEALTH
PROPERTIES INC [NHP]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
**610 NEWPORT CENTER DRIVE,
SUITE 1150**

3. Date of Earliest Transaction
(Month/Day/Year)
02/02/2009

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)
President & CEO

(Street)
NEWPORT BEACH, CA 92660

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽⁴⁾	02/02/2009		F	2,710 D	\$ 26.38	311,044.1 ⁽⁵⁾ D	
Common Stock					1,900	I	By First Son's IRA ⁽¹⁾
Common Stock					1,730	I	By Second Son ⁽²⁾
Common Stock					5,500	I	By Wife's IRA ⁽³⁾

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

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SEC 1474
(9-02)

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 or 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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PASQUALE DOUGLAS M 610 NEWPORT CENTER DRIVE, SUITE 1150 NEWPORT BEACH, CA 92660	X President & CEO

Signatures

/s/ Douglas M.

Pasquale

02/11/2009

__Signature of Reporting
Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person disclaims beneficial ownership of these shares held indirectly by such reporting person's first son.
- (2) The reporting person disclaims beneficial ownership of these shares held indirectly by such reporting person's second son, of which 1,230 shares are held through an IRA account and 500 shares are held through a custodial account.
- (3) The reporting person disclaims beneficial ownership of these shares held indirectly by such reporting person's wife.
- (4) Shares withheld by NHP to cover tax withholding due in connection with the vesting of restricted stock previously awarded.
- (5) 30,037.42 stock units were credited as dividend equivalents in 2008 with respect to certain outstanding and unpaid stock units held by the reporting person. Each such stock unit represents a right to receive one share of NHP common stock and is subject to the same vesting

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and payment terms as the underlying stock units to which it relates.

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

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