

Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 4

OMEGA HEALTHCARE INVESTORS INC

Form 4

October 09, 2001

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person*

McNamara Donald J.

(Last) (First) (Middle)

4200 Texas Commerce Tower West, 2200 Ross Ave.

(Street)

Dallas Texas 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Omega Healthcare Investors, Inc. (OHI)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

September 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person
- Form filed by more than one Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	8/15/01	A*	V	828	A	\$3.02

*Grant of stock for payment of director fees.

NOTE: Mr. McNamara disclaims beneficial ownership of the Common Stock and the Series C. Preferred beneficial owner of because of his ownership interest in the Hampstead Group, L.L.C., which holds interest in Explorer Holdings, L.P.

* 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.

(Print or Type Response)

(Over)

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FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1.        2.          3.        4.          5.          6.          7.
Title of   Conversion  or      Exercise  Price  Trans-   action  Code  Trans-   action  Code  Number of  Derivative  Date  Exercisable and  Expiration Date  Amount  or  Number  of  Shares
(Instr. 3)  Price  Date  (Month/  8)  (Instr. 4 and 5)  (A)  (D)  Date  Date  Title  Shares
(Instr. 3)  of  Date  Day/   Code  (Instr. 3, 4 and 5)  (A)  (D)  Date  Date  Title  Shares
(Instr. 3)  Deriv-  Date  Year)  Code  (Instr. 3, 4 and 5)  (A)  (D)  Date  Date  Title  Shares
(Instr. 3)  ative  (Month/  8)  (Instr. 4 and 5)  (A)  (D)  Date  Date  Title  Shares
(Instr. 3)  Secur-  Day/   Year)  Code  (Instr. 3, 4 and 5)  (A)  (D)  Date  Date  Title  Shares
(Instr. 3)  ity  Year)  Code  (Instr. 4 and 5)  (A)  (D)  Date  Date  Title  Shares
=====

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Options

Explanation of Responses:

/s/ DONALD J. MCNAMARA

**Signature of Reporting Person

October 9, 2001

Date

** Intentional misstatements or omissions of facts constitute Federal

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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.

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