#### Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 4

#### OMEGA HEALTHCARE INVESTORS INC

Form 4 June 11, 2013

### 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

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

2005 Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

HILL BARBARA B

2. Issuer Name and Ticker or Trading

Symbol

**OMEGA HEALTHCARE INVESTORS INC [OHI]** 

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

OMB

Number:

Expires:

**OMB APPROVAL** 

3235-0287

January 31,

(Last)

(City)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

X\_ Director 10% Owner Officer (give title Other (specify

06/10/2013

200 INTERNATIONAL CIRCLE, SUITE 3500

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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

**HUNT VALLEY, MD 21030** 

(State)

|                 |                     |                    |                                   |              |        |             | , <b></b>        | -,           | -,           |
|-----------------|---------------------|--------------------|-----------------------------------|--------------|--------|-------------|------------------|--------------|--------------|
| 1.Title of      | 2. Transaction Date | 2A. Deemed         | 3.                                | 4. Securi    | ties A | cquired     | 5. Amount of     | 6. Ownership | 7. Nature of |
| Security        | (Month/Day/Year)    | Execution Date, if | Transaction(A) or Disposed of (D) |              |        | Securities  | Form: Direct     | Indirect     |              |
| (Instr. 3)      |                     | any                | Code                              | (Instr. 3,   | 4 and  | 5)          | Beneficially     | (D) or       | Beneficial   |
|                 |                     | (Month/Day/Year)   | (Instr. 8)                        |              |        |             | Owned            | Indirect (I) | Ownership    |
|                 |                     | •                  |                                   |              |        |             | Following        | (Instr. 4)   | (Instr. 4)   |
|                 |                     |                    |                                   |              | ( 4 )  |             | Reported         |              |              |
|                 |                     |                    |                                   |              | (A)    |             | Transaction(s)   |              |              |
|                 |                     |                    |                                   |              | or     |             | (Instr. 3 and 4) |              |              |
|                 |                     |                    | Code V                            | Amount       | (D)    | Price       |                  |              |              |
| Common<br>Stock | 06/10/2013          |                    | A                                 | 3,000<br>(1) | A      | \$<br>31.55 | 3,342            | D            |              |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| 1. Title of Derivative | 2. Conversion                                     | 3. Transaction Date (Month/Day/Year) |                      | 4.<br>Transaction | 5.<br>orNumber  | 6. Date Exerc<br>Expiration D |                    | 7. Title a                        |            | 8. Price of Derivative | 9. Nu<br>Deriv  |
|------------------------|---|--------------------------------------|----------------------|-------------------|---|-------------------------------|--------------------|-----------------------------------|------------|------------------------|---|
| Security (Instr. 3)    | or Exercise<br>Price of<br>Derivative<br>Security | (                                    | any (Month/Day/Year) | Code (Instr. 8)   | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/                   |                    | Underly<br>Securitic<br>(Instr. 3 | ring<br>es | Security (Instr. 5)    | Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|                        |   |                                      |                      | Code V            | (A) (D)   | Date<br>Exercisable           | Expiration<br>Date | Title N                           | lumber     |                        |   |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |
|---|---------------|-----------|---------|-------|--|--|
|   | Director      | 10% Owner | Officer | Other |  |  |
| HILL BARBARA B<br>200 INTERNATIONAL CIRCLE<br>SUITE 3500<br>HUNT VALLEY, MD 21030 | X             |           |         |       |  |  |

## **Signatures**

/s/ Thomas H. Peterson,
Attorney-in-Fact
06/11/2013

\*\*Signature of Reporting Person

## **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).

Date

(1) Represents grant of restricted stock subject to time-based vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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