OMEGA HEALTHCARE INVESTORS INC
Form 4
April 03, 2015

FORM 4

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BOBINS NORMAN

(Last) (First) (Middle)

200 INTERNATIONAL CIRCLE, SUITE 3500

(Street)

HUNT VALLEY, MD 21030

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
OMEGA HEALTHCARE INVESTORS INC [OHI]

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 (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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/01/2015		A		15,120 (1)	A	$ 40.57	15,120	D	

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. D Der Sec (Ins
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	$ 18.41	04/01/2015		A		19,885 (2)		04/01/2015	(3)	Common Stock	19,885	
Stock Options (Right to Buy)	$ 20.97	04/01/2015		A		760 (2)		04/01/2015	(4)	Common Stock	760	
Stock Options (Right to Buy)	$ 19.97	04/01/2015		A		162 (2)		04/01/2015	(5)	Common Stock	162	
Stock Options (Right to Buy)	$ 20.01	04/01/2015		A		270 (2)		04/01/2015	(6)	Common Stock	270	
Stock Options (Right to Buy)	$ 20.71	04/01/2015		A		487 (2)		04/01/2015	(7)	Common Stock	487	
Stock Options (Right to Buy)	$ 21	04/01/2015		A		379 (2)		04/01/2015	(8)	Common Stock	379	
Stock Options (Right to Buy)	$ 20.98	04/01/2015		A		976 (2)		04/01/2015	(9)	Common Stock	976	
Stock Options (Right to Buy)	$ 20.76	04/01/2015		A		20.76 (2)		04/01/2015	(10)	Common Stock	20.76	
Stock Options (Right to Buy)	$ 20.74	04/01/2015		A		2,551 (2)		04/01/2015	(11)	Common Stock	2,551	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOBINS NORMAN 200 INTERNATIONAL CIRCLE SUITE 3500 HUNT VALLEY, MD 21030	X			

Signatures

/s/ Thomas H. Peterson, Attorney-in-Fact	04/03/2015
**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) Received in exchange for 16,800 shares (including restricted shares) of common stock in connection with the merger of Aviv REIT, Inc. into a wholly owned subsidiary of the Issuer (the "Merger").

(2) Received in the Merger in exchange for an employee stock option to acquire shares of Aviv common stock .

(3) Does not expire

(4) Does not expire

(5) Does not expire

(6) Does not expire

(7) Does not expire

(8) Does not expire

(9) Does not expire

(10) Does not expire

(11) Does not expire

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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