

Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 5

OMEGA HEALTHCARE INVESTORS INC  
 Form 5  
 February 14, 2003

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 FORM 5  
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 / / CHECK BOX IF NO LONGER SUBJECT TO SECTION 16.  
 FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE.  
 SEE INSTRUCTION 1(b).  
 / / FORM 3 HOLDINGS REPORTED  
 / / FORM 4 TRANSACTIONS REPORTED

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

ANNUAL 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  
 Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p>Explorer Holdings, L.P.</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>Omega Healthcare Investors, Inc. (NYSE:OHI)</p>
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<p>(Last)                      (First)                      (Middle)</p> <p>4200 Texas Commerce Tower West,          2200 Ross Avenue</p>	<p>3. IRS Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for Month/Year</p> <p>February 11, 2003</p>
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<p>(Street)</p>	<p>5. If Amendment, Date of Original (Month/Year)</p>	<p>7.</p>
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<p>Dallas                      Texas                      75201</p>	<p>(City)                      (State)                      (Zip)</p>	
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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      Price (D)	
Common Stock	12/26/02		G	1,368      A      N/A	12,539,0

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\*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 8. Price of 9. Number of 10. Ownership 11. Nature

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Underlying Securities  
(Instr. 3 and 4)

Derivative Security  
(Instr. 5)

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

of Derivative Security: Direct (D) (Instr. 4)

Indirect Beneficial Owners (Instr. 4)

Title	Amount or Number of Shares

Explanation of Responses:

/s/ KYM IRVIN

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.