

Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 5

OMEGA HEALTHCARE INVESTORS INC
 Form 5
 February 14, 2003

 FORM 5

 / / 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

1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol 6.

Explorer Holdings, L.P. Omega Healthcare Investors, Inc. (NYSE:OHI)

(Last) (First) (Middle) 3. IRS Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for Month/Year 7.

4200 Texas Commerce Tower West,
 2200 Ross Avenue February 11, 2003

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

Dallas Texas 75201

(City) (State) (Zip)

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 (D)	Price	
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)	Indire Benefi Owners (Instr.
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Title	Amount or Number of Shares
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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.