SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * BOBINS NORMAN (Last) (First) (Middle) 200 INTERNATIONAL CIRCLE				OMEC OHI ]	2. Issuer Name and Ticker or Trading Symbol OMEGA HEALTHCARE INVESTORS INC [ OHI ] 3. Date of Earliest Transaction (Month/Day/Year) 08/18/2015						ttionship of Reporting F : all applicable) Director Officer (give title below)		10% C	wner specify	
SUITE 3500				4. If Amen	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) HUNT VALLEY MD 21030			_							Form filed	d by More	than One Report	ng Person		
(City)	(State)	(Zi	p)												
		Та	ble I - Non-	Derivative S	ecurities Acqu	uired, C	Disp	osed of,	or Benef	cially Ow	ned				
Date				. Transaction late Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)			es Acquired ( Of (D) (Instr. 3				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	(Instr. 3 and			(1150.4)	
Common Stoc	k			08/18/2015		Code A	v	Amount 339 <sup>(1)</sup>	(D)	Price \$36.84		d`4)	D	(1150.4)	
Common Stoc	k		Table II - De	erivative Sec	urities Acquir s, warrants, o	A red, Dis	spos	339 <sup>(1)</sup>	(D) A r Benefici	\$36.84	(Instr. 3 and 15,8	d`4)	D	(1150.4)	

Date Exercisable

(D)

Expiration Date

Title

Explanation of Responses:

1. Grant of stock as payment of Director's Fees

/s/ Thomas H. Peterson, Attorney-in-Fact \*\* Signature of Reporting Person

Amount Number of Shares

08/20/2015

Transaction(s) (Instr. 4)

Date

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

 $^{\ast}$  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).

Code v (A)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

## **Omega Healthcare Investors Inc**

## Power of Attorney for Executing Forms 3, 4 and 5

Know all men by these presents, that the undersigned, director or officer, or both, of Omega Healthcare Investors Inc, hereby constitutes and appoints each of Thomas H. Peterson, signing singly, the undersigned's true and lawful attorney-in-fact to:

- execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Omega Healthcare Investors Inc (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities of Omega Healthcare Investors Inc unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of this 1<sup>st</sup> day of April, 2015

/s/ Norman Bobins

Norman Bobins