

SCHEDULE 14A  
(Rule 14a-101)  
INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION  
Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No.)

Filed by the registrant

Filed by a party other than the registrant

Check the appropriate box:

Preliminary special proxy statement

Confidential, for Use of the Commission Only (as permitted  
by Rule 14a-6(e) (2))

Definitive proxy statement

Definitive additional materials

Soliciting material pursuant to Rule 14a-11(c) or Rule 14a-12

OMEGA HEALTHCARE INVESTORS, INC.  
(Name of Registrant as Specified in Its Charter)

(Name of Person(s) filing Proxy Statement, if other than Registrant)

Payment of filing fee (check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i) (4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to  
Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is  
calculated and state how determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of fee is offset as provided by Exchange Act Rule  
0-11(a)(2) and identify the filing for which the offsetting fee was paid  
previously. Identify the previous filing by registration statement number, or  
the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, schedule or registration statement no.:

(3) Filing party:

(4) Date filed:

PRESS RELEASE - FOR IMMEDIATE RELEASE

FOR FURTHER INFORMATION CONTACT  
F. Scott Kellman, Chief Operating Officer, or  
Susan Allene Kovach, Vice President and General Counsel, at 734/887-0200

OMEGA HEALTHCARE ANNOUNCES MANAGEMENT CHANGE

ANN ARBOR, MICHIGAN - July 12, 2000--Omega Healthcare  
Investors, Inc. (NYSE: OHI) today announced that, upon completion of the \$100.0  
million equity investment by Explorer Holdings, L.P., Essel W. Bailey, Jr., will  
retire as Chairman, CEO, President and a member of the Company's Board of  
Directors. Bernard J. Korman, who has been a member of the Omega Board of  
Directors since 1993, will serve as Chairman and acting Chief Executive Officer  
while the Company takes appropriate steps to identify and recruit a new chief  
executive officer. The other executive officers of the Company, F. Scott

Kellman, Susan Allene Kovach and Laurence D. Rich will continue in their present roles to provide the Company's day-to-day leadership.

"We are all grateful for the leadership and creativity that Essel has provided in guiding Omega through a difficult time and a complex transaction. We are pleased that he will continue to be available to Omega as a consultant," said Korman.

"Omega's current financial challenges are the by-product of unprecedented financial difficulties in the long-term care industry. With the expected completion in the next week of Explorer's investment and Omega's new borrowing facility with Fleet Bank, the Company will be well positioned to move forward and take advantage of growth opportunities," said Bailey.

Omega also announced that Explorer has reaffirmed its commitment to consummating its investment in Omega, which is expected to be completed following the Special Meeting of Stockholders on Friday, July 14, 2000.

The record date for determining stockholders entitled to receive notice of and to vote at the special meeting is the close of business on June 2, 2000. The proxy materials are available on the SEC website at <http://www.sec.gov> and also may be obtained by contacting the Company's proxy solicitor, Georgeson & Co., at 800/223-2064.

Omega is a Real Estate Investment Trust investing in and providing financing to the long-term care industry. At March 31, 2000, it owned or had mortgages on 278 healthcare and assisted living facilities with more than 28,000 beds located in 29 states and operated by 26 independent healthcare operating companies.

This news release contains forward-looking statements that involve risks and uncertainties described from time to time in the SEC reports filed by the Company.

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