

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

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 or
Section 30(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person*

McNamara Donald J.
(Last) (First) (Middle)

4200 Texas Commerce Tower West, 2200 Ross Avenue

(Street)

Dallas TX 75201
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Omega Healthcare Investors, Inc. (NYSE: OHI)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

October 15, 2002

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

6. Relationship of Reporting Person to Issuer
(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

☒ 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

<TABLE>
<CAPTION>

Owner-		4.		5.	6.
		2A.	3.	Securities Acquired (A) or Disposed of (D)	ship Form:
7.		Deemed	Transaction	(Instr. 3, 4 and 5)	Beneficially
Direct	Nature of	2.	Execution	Code	Owned at End (D)
or	Indirect	Transaction	Date, if	(Instr. 8)	(A)
1.		Date	any	Amount	or Price
Indirect	Beneficial	Date	any	Amount	or Price
Title of Security	Ownership	Date	any	Amount	or Price

(Instr. 3) (Instr.4) (Instr. 4)	(mm/dd/yy)	(mm/dd/yy)	Code	V		(D)		and 4)	
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>									
Common Stock	10/15/02		A	V	581	A(1)	(2)	166,701	D

</TABLE>

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

If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

(Print or Type Response) (Over)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<TABLE>													
<CAPTION>													
10.													
Owner-													9.
ship													Number
Form													of
of	2.												Deriv-
Deriv-	11.	Conver-			5.			7.					ative
ative	Nature	sion			Number of			Title and Amount					Secur-
Secur-	or		3A.	Derivative	6.			of Underlying	8.				ities
ity:	In-	Exer-	Deem-	4.	Securities	Date		Securities	Price				Bene-
Direct	direct	cise	3.	ed	Trans-	Acquired (A)	Exercisable and	(Instr. 3 and 4)	of				ficially
(D) or	Bene-	Price	Trans-	Execu-	action	or Disposed	Expiration Date	-----	Deriv-				Owed
1.	of		action	tion	Code	of (D)	(Month/Day/Year)		Amount	ative			at End
In-	Deriv-	Date	Date,	(Instr.	(Instr. 3,	-----	-----		or	Secur-			of
Title of	Owner-	(mm/	if any	8)	4 and 5)	Date	Expira-		Number	ity	Month		
Derivative	ship	dd/	(mm/dd/	-----	-----	Exer-	tion		of	(Instr.	(Instr.		
(I)	Secur-	yy)	yy)	Code V	(A) (D)	cisable	Date	Title	Shares	5)	4)		
(Instr. 3)	ity	yy)	yy)										
4)	4)												

