### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL						
OMB Number:	3235-0287					
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hours per response	0.5					

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 OF SECURITIES

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

(Print or Ty	pe Responses	)														
1. Name and Address of Reporting Person*  Anand Kapila K				2. Issuer Name and Ticker or Trading Symbol OMEGA HEALTHCARE INVESTORS INC [OHI]						JC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_ Director 10% Owner Officer (give title below) Other (specify below)					
303 INTE	,	NAL CIRCLE,	OT TIME AGG	3. Date of Earliest Transaction (Month/Day/Year) 06/03/2022												
HUNT V	ALLEY, N	(Street) AD 21030		4. If Amendment, Date Original Filed(Month/Day/Year)						Individual or Joint/Group Filing(Check Applicable Line)  _X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person						
(City	7)	(State)	(Zip)			Table	e I - I	Non-Der	ivative	Securiti	es Acquire	ed, Dispose	d of, or Ber	neficially Ow	ned	
1.Title of Security (Instr. 3)		I	Date (Month/Day/Year)	2A. Deem Execution any (Month/D	n Date, if	if Co (In	(Instr. 8)		4. Securities As (A) or Dispose (Instr. 3, 4 and		1 of (D) O 5) Ti		wing Report		Ownership Form: Direct (D) or Indirect	Beneficial Ownership
							Code	V	Amoun	(A) o	r Price				(I) (Instr. 4)	
			Table II - I									Owned				
1. Title of Derivative Security (Instr. 3)	Conversion Date   Execution Date, if Transaction of   and Expiration Date   of   Code   Derivative   (Month/Day/Year)   Se					9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership of Form of Derivative Security: Direct (D) or Indirect	Beneficia Ownersh (Instr. 4)								
				Code	V	(A)		Date Exercisa		piration ite	Title	Amount or Number of Shares				
Deferred Stock Units	<u>(1)</u>	06/03/2022		A	ç	9,237		(3)		<u>(4)</u>	Commo	n 9,237	\$ 0	17,021	D	

## **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Anand Kapila K 303 INTERNATIONAL CIRCLE SUITE 200 HUNT VALLEY, MD 21030	X						

#### **Signatures**

/s/ Meghan C. Lyons , Attorney-in-Fact	06/07/2022
Signature of Reporting Person	Date

### **Explanation of Responses:**

\* 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).
- (1) Units convert into shares of common stock on a one-to-one basis. If the participant so elects, dividends will also be converted into Deferred Stock Units.
- (2) These units represent the annual grant of restricted stock elected to be taken as Deferred Stock Units by the reporting person. The units are restricted as to transfer and sale until Omega's 2023 Annual Meeting of Shareholders (the "Vesting Date").
- (3) These units are restricted as to sale and transfer until the Vesting Date. The units will be converted into shares of common stock upon separation from service, death, disability, or certain specified events, all as defined in such plan.
- (4) These units will be converted into shares of common stock upon separation from service, death, disability, or certain specified events, all as defined in such plan.

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

Potential persons who are to 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. SECTION 16 POWER OF ATTORNEY

Know all be these present, that the undersigned hereby constitutes and appoints Robert O. Stephenson, Gail D. Makode, Thomas H. Peterson and Meghan C. Lyons, or either one of them acting singly, and with full power of substitution, the undersigned's true and lawful attorney-in- fact to:

- (1) Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments hereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities and Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) Execute for and on behalf of the undersigned, in the undersigned's capacity as a director or officer of Omega Healthcare Investors, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities and Exchange Act of 1934 and the rules thereunder;
- (3) Do and perform any and all acts for an on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- (4) 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 such attorney-in-fact full power and authority to so and perform any and every act and thing whatsoever requisite, necessary, or proper to be sone in the exercise of any of the right and power herein granted, as fully to all intent 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 issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 9th day of February, 2022.

/s/ Kapila K. Anand