

OMEGA HEALTHCARE INVESTORS INC  
Form 8-K/A  
March 16, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): **March 15, 2005**

**Omega Healthcare Investors, Inc.**

(Exact Name of Registrant as Specified in Charter)

|  |                          |                                   |
|--|--------------------------|-----------------------------------|
| <b>Maryland</b>                                | <b>1-11316</b>           | <b>38-3041398</b>                 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

**9690 Deereco Road  
Suite 100  
Timonium, Maryland 21093**

(Address of Principal Executive Offices)

**(410) 427-1700**

(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address if Changed Since Last Report)

Check the appropriate box below if the Form 8-K/A filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).

"Explanatory Note: This amendment no. 1 to the Current Report on Form 8-K (the "Form 8-K") relates to the press release filed as Exhibit 99.1 of the Form 8-K filed by Omega Healthcare Investors, Inc., a Maryland corporation (the "Registrant"), on March 15, 2005. The sole change effected is a correction relating to the amount of the accrued and unpaid dividends on the Registrant's Series B Cumulative Preferred Stock that will be redeemed on May 2, 2005."

A copy of a press release discussing the redemption of the Series B Preferred Stock is attached to this Current Report on Form 8-K/A as Exhibit 99.1 and is incorporated herein by reference.

**ITEM 9.01. Financial Statements and Exhibits.**

(c) Exhibits

Exhibit No. Document

99.1 Press Release of Omega Healthcare Investors, Inc., issued on March 15, 2005.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Omega Healthcare Investors, Inc.**

(Registrant)

Date: March 16, 2005 By: /S/ C. Taylor Pickett

C. Taylor Pickett

Chief Executive Officer

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