

NATIONWIDE HEALTH PROPERTIES INC
 Form 4
 June 03, 2008

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 ANDREWS R BRUCE

2. Issuer Name and Ticker or Trading Symbol
 NATIONWIDE HEALTH PROPERTIES INC [NHP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/30/2008

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

610 NEWPORT CENTER DRIVE, SUITE 1150

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code	V	Amount or Price			
Common Stock	05/30/2008		M			4,863 A \$ 20.5625	164,700	D	
Common Stock	05/30/2008		M			6,956 A \$ 14.375	171,656	D	
Common Stock	05/30/2008		M			6,722 A \$ 14.875	178,378	D	
Common Stock	05/30/2008		M			5,102 A \$ 19.6	183,480	D	
Common Stock	05/30/2008		M			7,042 A \$ 14.2	190,522	D	

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Options - Right to Buy	\$ 20.5625	05/30/2008		M	4,863	01/22/2000 ⁽¹⁾ 01/22/2009	Common Stock	4,863
Stock Options - Right to Buy	\$ 14.375	05/30/2008		M	6,956	01/20/2001 ⁽²⁾ 01/20/2010	Common Stock	6,956
Stock Options - Right to Buy	\$ 14.875	05/30/2008		M	6,722	01/19/2002 ⁽³⁾ 01/19/2011	Common Stock	6,722
Stock Options - Right to Buy	\$ 19.6	05/30/2008		M	5,102	01/21/2003 ⁽⁴⁾ 01/21/2012	Common Stock	5,102
Stock Options - Right to Buy	\$ 14.2	05/30/2008		M	7,042	01/28/2004 ⁽⁵⁾ 01/28/2013	Common Stock	7,042

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ANDREWS R BRUCE
610 NEWPORT CENTER DRIVE X
SUITE 1150
NEWPORT BEACH, CA 92660

Signatures

/s/ R. Bruce
Andrews 06/03/2008

**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) The options became exercisable in three tranches on January 22, 2000, January 22, 2001 and January 22, 2002.
- (2) The options became exercisable in three tranches on January 20, 2001, January 20, 2002 and January 20, 2003.
- (3) The options became exercisable in three tranches on January 19, 2002, January 19, 2003 and January 19, 2004.
- (4) The options became exercisable in three tranches on January 21, 2003, January 21, 2004 and January 21, 2005.
- (5) The options became exercisable in three tranches on January 28, 2004, January 28, 2005 and January 28, 2006.

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