NATIONWIDE HEALTH PROPERTIES INC
Form 4
February 18, 2003

| OMB APPROVAL |
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# UNITED STATES
# SECURITIES AND EXCHANGE COMMISSION
**Washington, D.C. 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(h) of the Investment Company Act of 1940**

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

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**1. Name and Address of Reporting Person***

Andrews R. Bruce

*(Last) (First) (Middle)*

c/o Nationwide Health Properties
610 Newport Center Drive, Suite 1150

*(Street)*

Newport Beach, CA 92660

*(City) (State) (Zip)*

**2. Issuer Name and Ticker or Trading Symbol**

**3. I.R.S. Identification Number of Reporting Person, if an entity** *(Voluntary)*

**4. Statement for Month/Day/Year**

February 14, 2003

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

**6. Relationship of Reporting Person(s) to Issuer** *(Check All Applicable)*

x Director o 10% Owner

x Officer *(give title below)*

o Other *(specify below)*
President and Chief Executive Officer

**7. Individual or Joint/Group Filing** *(Check Applicable Line)*

x Form Filed by One Reporting Person

o Form Filed by More than One Reporting Person

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|---|---|
| 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). |

**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) *(Instr. 3, 4 and 5)* | | | 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 Indirect Beneficial Ownership *(Instr. 4)* |
|---|---|---|---|---|---|---|---|---|---|
| | | | Code V | Amount | (A) or (D) | Price | | | |
| $.10 par value common stock | 2/14/03 | | P | 5,000 | A | $13.12 | 176,866 | D | |

**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)* | |
|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) |
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**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued**
**(*e.g.*, puts, calls, warrants, options, convertible securities)**

| 6. Date Exercisable and Expiration Date *(Month/Day/Year)* | | 7. Title and Amount of Underlying Securities *(Instr. 3 and 4)* | | 8. Price of Derivative Security *(Instr. 5)* | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) *(Instr. 4)* | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) *(Instr. 4)* | 11. Nature of Indirect Beneficial Ownership *(Instr. 4)* |
|---|---|---|---|---|---|---|---|
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
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**Explanation of Responses:**

/s/ R. Bruce Andrews — February 18, 2003

**Signature of Reporting Person — Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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