

ANDREWS R BRUCE
Form 4
June 02, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden 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, 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)
610 NEWPORT CENTER DRIVE, SUITE 1150
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/01/2010

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

NEWPORT BEACH, CA 92660

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

(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) (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 06/01/2010 | | M | A | \$ 43,278 | 196,329 | D |
| Common Stock | 06/01/2010 | | M | A | \$ 19.6 | 241,227 | D |
| Common Stock | 06/01/2010 | | M | A | \$ 14.2 | 284,185 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 | \$ 14.875 | 06/01/2010 | | M | 43,278 | 01/19/2002 ⁽¹⁾ 01/19/2012 | Common Stock | 43,278 |
| Stock Options - Right to Buy | \$ 19.6 | 06/01/2010 | | M | 44,898 | 01/21/2003 ⁽²⁾ 01/21/2013 | Common Stock | 44,898 |
| Stock Options - Right to Buy | \$ 14.2 | 06/01/2010 | | M | 42,958 | 01/28/2004 ⁽³⁾ 01/28/2014 | Common Stock | 42,958 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ANDREWS R BRUCE 610 NEWPORT CENTER DRIVE SUITE 1150 NEWPORT BEACH, CA 92660 | X | | | |

Signatures

/s/ William Wagner,
attorney-in-fact

06/02/2010

__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 19, 2002, January 19, 2003 and January 19, 2004.

Edgar Filing: ANDREWS R BRUCE - Form 4

- (2) The options became exercisable in three tranches on January 21, 2003, January 21, 2004 and January 21, 2005.
- (3) The options became exercisable in three tranches on January 28, 2004, January 28, 2005 and January 28, 2006.

Remarks:

Exhibit List:

Exhibit 24 - Power of Attorney

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.