

Edgar Filing: LTC PROPERTIES INC - Form SC 13G/A

LTC PROPERTIES INC
Form SC 13G/A
February 04, 2004

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 5)

LTC PROPERTIES, INC.

(Name of Issuer)

COMMON STOCK, \$.01 PAR VALUE

(Title and Class of Securities)

502175102

(CUSIP Number)

DECEMBER 31, 2003

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[] Rule 13d-1(b)
[X] Rule 13d-1(c)
[] Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

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IDANTA PARTNERS LTD.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a) []
(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

TEXAS, UNITED STATES OF AMERICA

NUMBER OF SHARES 5 SOLE VOTING POWER
1,293,500

BENEFICIALLY OWNED BY EACH 6 SHARED VOTING POWER
-0-

REPORTING PERSON 7 SOLE DISPOSITIVE POWER
1,293,500

WITH PERSON 8 SHARED DISPOSITIVE POWER
-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,293,500

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
7.3% (1)

12 TYPE OF REPORTING PERSON (See Instructions)
PN

(1) Based on 17,806,351 shares of the Stock outstanding, as reflected in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2003.

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

DUNN FAMILY TRUST, DAVID J. DUNN, TRUSTEE

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a) [] (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

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UNITED STATES OF AMERICA

| | | |
|---|--|-------------------------------------|
| NUMBER OF SHARES | 5 | SOLE VOTING POWER 2,415,800 |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON | 6 | SHARED VOTING POWER -0- |
| EACH REPORTING PERSON WITH | 7 | SOLE DISPOSITIVE POWER 2,415,800 |
| | 8 | SHARED DISPOSITIVE POWER -0- |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,415,800 | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 13.6% (1) | |
| 12 | TYPE OF REPORTING PERSON (See Instructions) OO (GRANTOR TRUST FOR INDIVIDUAL) | |

(1) Based on 17,806,351 shares of the Stock outstanding, as reflected in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2003.

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| | | |
|---|--|--------------------------------|
| 1 | NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only) DAVID J. DUNN | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/> | |
| 3 | SEC USE ONLY | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES OF AMERICA | |
| NUMBER OF SHARES | 5 | SOLE VOTING POWER 2,415,800 |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON | 6 | SHARED VOTING POWER 236,600 |
| EACH REPORTING PERSON WITH | 7 | SOLE DISPOSITIVE POWER |

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| | |
|-------------|--|
| REPORTING | 2,415,800 |
| PERSON WITH | 8 SHARED DISPOSITIVE POWER 236,600 |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,652,400 |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 14.9% (1) |
| 12 | TYPE OF REPORTING PERSON (See Instructions) IN |

(1) Based on 17,806,351 shares of the Stock outstanding, as reflected in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2003.

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Pursuant to Rule 13d-2(b) of Regulation 13D-G of the General Rules and Regulations under the Securities Exchange Act of 1934, as amended (the "Act"), the undersigned hereby amend their Schedule 13G Statement dated July 27, 2000 (the "Schedule 13G"), relating to the Common Stock, \$.01 par value per share (the "Stock"), of LTC Properties, Inc. (the "Issuer"), as previously amended by:

Amendment No. 1 thereto dated February 9, 2001,
Amendment No. 2 thereto dated September 7, 2001,
Amendment No. 3 thereto dated October 24, 2001, and
Amendment No. 4 thereto dated February 13, 2002.

Unless otherwise indicated, all defined terms used herein shall have the same meanings as those set forth in the Schedule 13G (i.e.: Idanta Partners Ltd. shall be referred to as "IPL", Dunn Family Trust, David J. Dunn, Trustee, shall be referred to as "DFT", and David J. Dunn shall be referred to as "DJD"). Additionally, Steven Dunn Family Partners Limited Partnership shall be referred to as "SDFP", and the Idanta Partners Ltd. Retirement Plan shall be referred to as "RET".

Item 1 as reported in the Schedule 13G is hereby amended and restated to read as follows:

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES.

The address of the Issuer's principal executive offices is:

22917 Pacific Coast Highway, Suite 350
Malibu, California 90265

Item 4 as reported in the Schedule 13G is hereby amended and restated to read as

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follows:

ITEM 4. OWNERSHIP.

IPL: (a) The aggregate number of shares of the Stock that IPL owns beneficially, pursuant to Rule 13d-3 of the Act, is 1,293,500, (b) which constitutes in the aggregate approximately 7.3% of the assumed 17,806,351 outstanding shares of the Stock. (c) Acting through its general partner DFT, IPL has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 1,293,500 shares of the Stock. IPL does not share this power to vote or to direct the vote and to dispose or to direct the disposition of the Stock.

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DFT: (a) Because of its position as general partner of IPL, which owns 1,293,500 shares of the Stock, DFT may, pursuant to Rule 13d-3 of the Act, be deemed to be beneficial owner of these 1,293,500 shares, in addition to the 1,122,300 it directly owns; which totals 2,415,800 shares, (b) which constitutes in the aggregate approximately 13.6% of the assumed 17,806,351 outstanding shares of the Stock. (c) In its capacity as a general partner of IPL and due to the shares it directly owns, DFT has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 2,415,800 shares of the Stock. DFT does not share this power to vote or to direct the vote and to dispose or to direct the disposition of the Stock.

DJD: (a) DJD may pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 2,652,400 shares of the Stock because:
DJD is the trustee of DFT, which owns 1,122,300 shares of the Stock and which is a general partner of IPL, which owns 1,293,500 shares of the Stock,
DJD is a limited partner in the Steven Dunn Family Partners Limited Partnership, which owns 68,600 shares of the Stock,
DJD is a trustee of and a participant in the Idanta Partners Ltd. Retirement Plan, which owns 118,000 shares of the Stock, and
DJD owns 50,000 shares of the Stock jointly with his spouse.
(b) The 2,652,400 shares that DJD may be beneficially deemed to own, constitutes in the aggregate approximately 14.9% of the assumed 17,806,351 outstanding shares of the Stock.
(c) In his capacity as trustee of DFT, which is also a general partner of IPL, DJD has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 2,415,800 shares of the Stock. DJD may be deemed to share the power to vote or to direct the vote and to dispose or to direct the disposition of 68,600 shares of the Stock held by SDFP, 118,000 shares of the Stock held by RET, and 50,000 shares of the Stock held jointly with his spouse. DJD owns no shares of the Stock individually.

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ITEM 10. CERTIFICATION.

By signing below, each of the Reporting Persons certifies that, to the best of his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES:

After reasonable inquiry and to the best of my knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: February 4, 2004

DUNN FAMILY TRUST

By: /s/ David J. Dunn

David J. Dunn, Trustee

/s/ David J. Dunn

David J. Dunn, Individually

IDANTA PARTNERS LTD.
a Texas limited partnership

By: /s/ Jonathan S. Huberman

Jonathan S. Huberman, General Partner