

NATIONAL HEALTH INVESTORS INC

Form 4

January 09, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hopkins Roger R

2. Issuer Name **and** Ticker or Trading
Symbol
NATIONAL HEALTH
INVESTORS INC [NHI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
222 ROBERT ROSE DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/08/2015

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Chief Accounting Officer

MURFREESBORO, TN 37129

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock <u>(1)</u>	01/08/2015		F		14,145	D	\$ 73.72	850	D
Common Stock <u>(1)</u>	01/08/2015		M		16,668	A	\$ 46.22	17,518	D
Common Stock <u>(1)</u>	01/08/2015		M		5,731	A	\$ 47.52	23,249	D
Common Stock <u>(1)</u>	01/08/2015		M		10,935	A	\$ 47.52	34,184	D
Common Stock <u>(1)</u>	01/08/2015		F		17,792	D	\$ 73.72	16,392	D

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Common Stock ⁽¹⁾ 01/08/2015 M 16,668 A \$ 47.52 33,060 D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to Buy)	\$ 46.22	01/08/2015		M	16,668	02/25/2013 02/25/2016	Common Stock 16,668
Stock Options (Right to Buy)	\$ 47.52	01/08/2015		M	5,731	02/21/2013 02/21/2017	Common Stock 5,731
Stock Options (Right to Buy)	\$ 47.52	01/08/2015		M	10,935	02/21/2013 02/21/2017	Common Stock 10,935
Stock Options (Right to Buy)	\$ 47.52	01/08/2015		M	16,668	02/21/2014 02/21/2017	Common Stock 16,668
Stock Options (Right to Buy)	\$ 64.49					02/25/2013 02/25/2018	Nhi Common Stock 16,666
Stock Options (Right to Buy)	\$ 64.49					02/25/2014 02/25/2018	Nhi Common Stock 16,666

Stock Options (Right to Buy)	\$ 64.49	02/25/2015	02/25/2018	Nhi Common Stock	16,668
Stock Options (Right to Buy)	\$ 61.31	02/25/2014	02/25/2019	Common Stock	16,666
2-25-14					
Stock Options (Right to Buy)	\$ 61.31	02/25/2015	02/25/2019	Common Stock	16,666
2-25-14					
Stock Options (Right to Buy)	\$ 61.31	02/25/2016	02/25/2019	Common Stock	16,668
2-25-14					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hopkins Roger R 222 ROBERT ROSE DRIVE MURFREESBORO, TN 37129			Chief Accounting Officer	

Signatures

/s/Roger R.
Hopkins

01/09/2015

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) SHARES ACQUIRED AND/OR DISPOSED OF AS A RESULT OF THE EXERCISE OF STOCK OPTIONS AND NOT PURSUANT TO OPEN MARKET TRANSACTIONS.

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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