

NATIONAL HEALTH INVESTORS INC  
 Form 4  
 January 09, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 \*  
 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  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Accounting Officer

MURFREESBORO, TN 37129  
 (City) (State) (Zip)

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

**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 or Price		
Common Stock <sup>(1)</sup>	01/08/2015		F		\$ 14,145 73.72	850	D
Common Stock <sup>(1)</sup>	01/08/2015		M		\$ 16,668 46.22	17,518	D
Common Stock <sup>(1)</sup>	01/08/2015		M		\$ 5,731 47.52	23,249	D
Common Stock <sup>(1)</sup>	01/08/2015		M		\$ 10,935 47.52	34,184	D
Common Stock <sup>(1)</sup>	01/08/2015		F		\$ 17,792 73.72	16,392	D

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Common Stock <sup>(1)</sup> 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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 2-25-14	02/25/2014	02/25/2019	Common Stock	16,666
Stock Options (Right to Buy) \$ 61.31 2-25-14	02/25/2015	02/25/2019	Common Stock	16,666
Stock Options (Right to Buy) \$ 61.31 2-25-14	02/25/2016	02/25/2019	Common Stock	16,666

## 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. 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.