

NATIONAL HEALTH INVESTORS INC  
 Form 4  
 January 09, 2015

**FORM 4**

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

OMB APPROVAL

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

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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 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.