

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 *
 Hutchens James Justin

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)
 CEO and President

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | Price | |
| Common Stock ⁽¹⁾ | 01/08/2015 | | F | | 42,375 | \$ 73.72 | D |
| Common Stock ⁽¹⁾ | 01/08/2015 | | M | | 50,952 | \$ 61.31 | D |
| Common Stock ⁽¹⁾ | 01/08/2015 | | M | | 49,048 | \$ 61.31 | D |
| Common Stock ⁽¹⁾ | 01/08/2015 | | F | | 40,791 | \$ 73.72 | D |
| Common Stock ⁽¹⁾ | 01/08/2015 | | M | | 100,000 | \$ 64.49 | D |

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Common Stock ⁽¹⁾ 01/08/2015 F 87,480 D \$ 73.72 73,369 D

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

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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 Number of Shares |
| Stock Options (Right to Buy) 2-25-14 | \$ 61.31 | 01/08/2015 | | M | 50,952 | 02/25/2014 02/25/2019 | Common Stock 50,952 |
| Stock Options (Right to Buy) 2-25-14 | \$ 61.31 | 01/08/2015 | | M | 49,048 | 02/25/2014 02/25/2019 | Common Stock 49,048 |
| Stock Options (Right to Buy) | \$ 64.49 | 01/08/2015 | | M | 100,000 | 02/25/2013 02/25/2018 | Nhi Common Stock 100,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hutchens James Justin 222 ROBERT ROSE DRIVE MURFREESBORO, TN 37129 | X | | CEO and President | |

Signatures

/s/J. Justin
Hutchens

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.