

Hopkins Roger R  
Form 4  
June 19, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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)  
06/15/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 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)  
 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) | (A) or (D) | 5. Amount or Price | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|---|
| Common Stock                    | 06/15/2012                           |  | M                              | 16,668  | A          | \$ 34.48           | 33,143  | D  |   |
| Common Stock                    | 06/15/2012                           |  | F                              | 11,438  | D          | \$ 50.25           | 21,705  | D  |   |
| Common Stock                    | 06/15/2012                           |  | M                              | 16,666  | A          | \$ 46.22           | 38,371  | D  |   |
| Common Stock                    | 06/15/2012                           |  | F                              | 15,329  | D          | \$ 50.25           | 23,042  | D  |   |
| Common Stock                    | 06/15/2012                           |  | M                              | 16,666  | A          | \$ 46.22           | 39,708  | D  |   |

Edgar Filing: Hopkins Roger R - Form 4

|              |            |   |        |   |          |                       |   |
|--------------|------------|---|--------|---|----------|-----------------------|---|
| Common Stock | 06/15/2012 | F | 15,329 | D | \$ 50.25 | 24,379                | D |
| Common Stock | 06/19/2012 | S | 12,190 | D | \$ 50.52 | 12,189 <sup>(1)</sup> | 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)               | \$ 34.48   | 06/15/2012                           |  | M                              | 16,668  | 03/02/2012 03/02/2020                                    | Nhi Common Stock 16,668                                       |
| Stock Options (Right to Buy)               | \$ 46.22   | 06/15/2012                           |  | M                              | 16,666  | 02/25/2011 02/25/2016                                    | Common Stock 16,666   |
| Stock Options (Right to Buy)               | \$ 46.22   | 06/15/2012                           |  | M                              | 16,666  | 02/25/2012 02/25/2016                                    | Common Stock 16,666   |
| Stock Options (Right to Buy)               | \$ 46.22   |                                      |  |                                |   | 02/25/2013 02/25/2016                                    | Common Stock 16,668   |
| Stock Options (Right to Buy)               | \$ 47.52   |                                      |  |                                |   | 02/21/2012 02/21/2017                                    | Common Stock 16,666   |
| Stock Options                              | \$ 47.52   |                                      |  |                                |   | 02/21/2013 02/21/2017                                    | Common Stock 16,666   |

(Right to Buy)

Stock

Options (Right to Buy) \$ 47.52

02/21/2014 02/21/2017 Common Stock 16,668

## Reporting Owners

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

## Signatures

/s/Roger R.  
Hopkins

06/19/2012

\*\*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) The reporting person does not have a direct or indirect ownership in any amount of NHI securities not covered by this Report.

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.