

Hopkins Roger R
Form 4
June 19, 2012

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)
06/15/2012

____ 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)
Common Stock	06/15/2012		M	V Amount (A) or (D) Price 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	

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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 ⁽¹⁾	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)	\$ 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 \$ 47.52

(Right to
Buy)

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 222 ROBERT ROSE DRIVE MURFREESBORO, TN 37129	Chief Accounting Officer

Signatures

/s/Roger R.
Hopkins 06/19/2012

__Signature of Date
Reporting Person

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.

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