

NATIONAL HEALTH INVESTORS INC

Form 8-K

March 20, 2014

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): March 19, 2014**

**NATIONAL HEALTH INVESTORS, INC.**

**(Exact name of registrant as specified in its charter)**

**Maryland**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-10822**  
**(Commission**  
  
**File Number)**  
**222 Robert Rose Drive**

**62-1470956**  
**(IRS Employer**  
  
**Identification Number)**

**Murfreesboro, Tennessee 37129**

**(Address of principal executive offices)**

**(615) 890-9100**

**(Registrant's telephone number, including area code)**

**Not applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01. Regulation FD Disclosure.**

On March 19, 2014, National Health Investors, Inc. (the Company) announced that it has priced its underwritten public offering of \$175 million aggregate principal amount of its 3.25% Convertible Senior Notes due 2021 (the Notes) for net proceeds of approximately \$169.3 million, after deducting the underwriting discounts and commissions and other estimated expenses of the offering payable by the Company. The underwriters have been granted a 30-day option to purchase up to an additional \$25 million aggregate principal amount of the Notes. The offering is expected to close on or about March 25, 2014, subject to customary closing conditions. A copy of the Company's press release announcing the pricing of its underwritten public offering is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(c) *Exhibits.*

Exhibit

Number	Title
99.1	Press Release dated March 19, 2014.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NATIONAL HEALTH INVESTORS, INC.

Date: March 19, 2014

By: /s/ J. Justin Hutchens  
J. Justin Hutchens  
President and Chief Executive Officer

EXHIBIT INDEX

**Exhibit**

<b>No.</b>	<b>Exhibit Description</b>
99.1	Press Release dated March 19, 2014.