

Hopkins Roger R
Form 4
July 22, 2011

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)
07/20/2011

____ 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Shares Of Common Stock ⁽¹⁾	07/20/2011		F		5,218 D \$ 46.95	13,258	D
Shares Of Common Stock ⁽¹⁾	07/20/2011		M		5,000 A \$ 24.5	18,258	D
Shares Of Common Stock ⁽¹⁾	07/20/2011		M		5,000 A \$ 24.5	23,258	D
Common Stock						500	D

(restricted
Stock
Award)

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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to Buy) ⁽¹⁾	\$ 24.5	07/20/2011		M	5,000	07/20/2011	07/20/2011	Nhi Common Stock	5,000
Stock Options (Right to Buy) ⁽¹⁾	\$ 24.5	07/20/2011		M	5,000	07/21/2010	07/20/2011	Nhi Common Stock	5,000
Stock Options (Right to Buy)	\$ 29.24					02/04/2009	02/04/2013	Nhi Common Stock	5,000
Stock Options (Right to Buy)	\$ 25.29					02/25/2011	02/25/2013	Nhi Common Stock	16,668
Stock Options (Right to Buy)	\$ 34.48					03/02/2011	03/02/2020	Nhi Common Stock	16,666
Stock Options (Right to Buy)	\$ 34.48					03/02/2012	03/02/2020	Nhi Common Stock	16,668

Buy)

Stock Options (Right to Buy)	\$ 46.22	02/25/2011	02/25/2016	Common Stock	16,667
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Stock Options (Right to Buy)	\$ 46.22	02/25/2012	02/25/2016	Common Stock	16,667
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Stock Options (Right to Buy)	\$ 46.22	02/25/2013	02/25/2016	Common Stock	16,666
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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

07/22/2011

__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) Exercise of employee stock options issued 7/21/06 and expiring 7/20/11 by delivering shares owned.

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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