

NATIONAL HEALTH INVESTORS INC

Form 4

February 27, 2014

**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

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ADAMS W ANDREW

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)  
02/25/2014

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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)
Common Stock - held by Spouse				(A) or (D)	9,707	I	Common Stock held by Spouse
Common Stock By Amk, L.p.				(A) or (D)	732,784	D	
Common Stock By Springland Ventures, L.p.				(A) or (D)	44,000	D	
Common Stock by W. Andrew				(A) or (D)	34,140	D	

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Adams Non  
Exempt Trust

Common Stock  
by W. Andrew  
Adams Exempt  
Trust

7,411 D

Common Stock  
By Adams  
Family  
Foundation II

222,307 I Trustee

Common Stock  
by EMA, L.P.

341,802 I Trustee

Common Stock  
by JMA  
Grandchildren's  
Trust

12,635 I Trustee

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) 2-25-14	\$ 61.31	02/25/2014		A		15,000		02/25/2014	02/25/2019	Common Stock	15,000
Stock Options (Right to Buy)	\$ 64.49							02/25/2013	02/25/2018	Common Stock	15,000
	\$ 47.52							02/21/2012	02/21/2017		15,000

Stock					Common	
Options					Stock	
(Right to						
Buy)						
Stock						
Options	\$ 45.58		02/22/2011	02/22/2016	Common	15,000
(Right to					Stock	
Buy)						

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ADAMS W ANDREW				
222 ROBERT ROSE DRIVE				X
MURFREESBORO, TN 37129				

## Signatures

/s/W. Andrew  
Adams

02/26/2014

\_\_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).

### Remarks:

Mr. Adams no longer has beneficial ownership of the shares of Common Stock previously attributed to the Adams Children and

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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