

NATIONAL HEALTH INVESTORS INC
 Form 4
 June 29, 2016

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 *
 Gaines Kristin Sallee

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)

3. Date of Earliest Transaction (Month/Day/Year)
 06/27/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Credit Officer

222 ROBERT ROSE DRIVE

(Street)

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

MURFREESBORO, TN 37129

(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)
			Code	V	Amount (A) or (D) Price		
Common Stock	06/27/2016		M		16,668 A \$ 47.52	53,089	D
Common Stock	06/27/2016		F		11,368 D \$ 73.88	41,721	D
Common Stock	06/28/2016		S		4,044 D \$ 73.7063	37,677	D
Common Stock	06/29/2016		S		4,358 D \$ 74.219	33,319	D
Common Stock	06/29/2016		S		250 D \$ 74.232	33,069	D

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Common Stock 06/29/2016 G V 250 (1) D \$ 74.4 32,819 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)	\$ 47.52	06/27/2016		M	16,668	02/21/2014 02/21/2017	Common Stock 16,668
Stock Options (Right to Buy) 2-25-14	\$ 61.31					02/25/2014 02/25/2019	Common Stock 16,666
Stock Options (Right to Buy) 2-25-14	\$ 61.31					02/25/2015 02/25/2019	Common Stock 16,666
Stock Options (Right to Buy) 2-25-14	\$ 61.31					02/25/2016 02/25/2019	Common Stock 16,668
Stock Options (Right to Buy)	\$ 72.11					02/20/2015 02/20/2020	Common Stock 16,666
Stock Options	\$ 72.11					02/20/2016 02/20/2020	Common Stock 16,666

(Right to Buy)					
Stock Options (Right to Buy)	\$ 72.11	02/20/2017	02/20/2020	Common Stock	16,668
Stock Options (Right to Buy)	\$ 60.52	02/22/2017	02/22/2021	Common Stock	16,666
Stock Options (Right to Buy)	\$ 60.52	02/22/2018	02/22/2021	Common Stock	16,668
Stock Options (Right to Buy)	\$ 60.52	02/22/2016	02/22/2021	Common Stock	16,666

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gaines Kristin Sallee 222 ROBERT ROSE DRIVE MURFREESBORO, TN 37129			Chief Credit Officer	

Signatures

/s/ Kristin S.
Gaines 06/29/2016

**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) Gifted to First United Methodist Church.

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.