

Hopkins Roger R
Form 4
May 14, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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)
2930 PRINCETON LANE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/12/2010

____ 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 | 05/12/2010 | | M | | \$ 16,666 34.48 | 31,425 | D |
| Shares Of Common Stock | 05/12/2010 | | S | | \$ 13,449 42.73 | 17,976 | D |
| Common Stock (restricted Stock Award) | | | | | | 1,000 | D |

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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 | 05/12/2010 | | M | 16,666 | 03/02/2010 03/02/2020 | Nhi Common Stock 16,666 |
| Stock Options (Right to Buy) | \$ 29.24 | | | | | 02/04/2009 02/04/2013 | Nhi Common Stock 5,000 |
| Stock Options (Right to Buy) | \$ 24.5 | | | | | 07/21/2010 07/20/2011 | 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) | \$ 24.5 | | | | | 07/20/2011 07/20/2011 | Nhi Common Stock 5,000 |
| Stock Options (Right to Buy) | \$ 34.48 | | | | | 03/02/2012 03/02/2020 | Nhi Common Stock 16,668 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hopkins Roger R 2930 PRINCETON LANE MURFREESBORO, TN 37129 | | | Chief Accounting Officer | |

Signatures

/s/Roger R.
Hopkins

05/14/2010

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).

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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