

NATIONAL HEALTH INVESTORS INC  
Form 8-K/A  
August 09, 2011

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): August 9, 2011 (May 5, 2011)

**NATIONAL HEALTH INVESTORS, INC.**

(Exact name of registrant as specified in its charter)

Maryland

001-10822

62-1470956

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

222 Robert Rose Drive, Murfreesboro, TN 37129

(Address of principal executive offices)

(615) 890-9100

(Registrant's telephone number, including area code)

Not Applicable

(Former name, former address and former fiscal year, 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))

**Explanatory Note**

This Form 8-K/A is being filed as an amendment to the Current Report on Form 8-K filed by National Health Investors, Inc. (the "Company") with the Securities and Exchange Commission on May 6, 2011 (the Original Report ). The sole purpose of this amendment is to disclose the Company's decision regarding how frequently it will conduct stockholder advisory votes on executive compensation. No other changes have been made to the Original Report.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

At the Company's 2011 Annual Meeting of Stockholders held on May 5, 2011, the Company's stockholders voted on, among other matters, a proposal regarding the frequency of holding advisory votes on executive compensation. As previously reported in the Original Report, the stockholders approved, on an advisory basis, an annual advisory vote on compensation for the Company's named executive officers.

In light of these results, the Board of Directors has determined, consistent with the stockholders' vote on the matter, to annually hold a stockholder advisory vote regarding the compensation of the Company's named executive officers until the next vote on the frequency of such advisory vote is conducted or until the Board of Directors determines that a different frequency for such advisory vote would be in the best interest of the Company's stockholders.

**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 thereunto duly authorized.

**NATIONAL HEALTH INVESTORS, INC.**

By:

/s/Roger R. Hopkins

Name: Roger R. Hopkins

Title: Principal Accounting Officer

Date:

August 9, 2011