

---

## Section 1: 8-K (8-K)

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

**FORM 8-K**

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

Date of Report (Date of earliest event reported): February 7, 2019 (February 4, 2019)

**NATIONAL HEALTH INVESTORS, INC.**  
(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation)

**001-10822**  
(Commission  
File Number)

**62-1470956**  
(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))
- 
-

## Item 8.01 Other Events.

On February 4, 2019, National Health Investors issued a press release announcing the purchase of the Isles of Vero Beach, a senior living community in Florida owned by an affiliate of Holiday Retirement ("Holiday") as part of the restructuring and extension of the Holiday amended master lease announced on November 6, 2018. The Press Release is attached in its entirety as Exhibit 99.1 to this Current Report on Form 8-K and is also incorporated by reference herein.

## Item 9.01. Financial Statements and Exhibits.

(d) *Exhibits.*

### Exhibit Index

| Number | Exhibit   |
|--------|---|
| 99.1   | Press Release in HTML format, dated February 4, 2019, titled " <a href="#">NHI Purchases Vero Beach Senior Living Facility For \$38 Million - Completes Lease Restructure with Holiday Retirement</a> " |

### 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: February 7, 2019

[\(Back To Top\)](#)

## Section 2: EX-99.1 (EXHIBIT 99.1 PRESS RELEASE)

Exhibit 99.1



Contact: Roger Hopkins, Chief Accounting Officer  
Phone: 615-890-9100

### **NHI Purchases Vero Beach Senior Living Facility For \$38 Million -Completes Lease Restructure with Holiday Retirement-**

MURFREESBORO, Tenn -- (February 4, 2019) -- National Health Investors (NYSE:NHI) announced today the purchase of the Isles of Vero Beach, a senior living community in Florida owned by an affiliate of Holiday Retirement ("Holiday"). The community consists of 157 independent living units and 75 assisted living units. The community was acquired for \$38 million and will be leased back to an affiliate of Holiday for \$2.6 million annually and added to the amended master lease with Holiday announced on November 6, 2018. The annual lease escalator beginning November 1, 2020 is variable between 2% and 3% of current rent based on annual revenue

growth in the Holiday portfolio consisting of 26 senior living communities.

The purchase by NHI was accomplished as part of the restructuring and extension of the Holiday amended master lease announced on November 6, 2018. As a result of this purchase and in consideration of the terms of the amended master lease, Holiday has made a cash payment to NHI of \$17.1 million and relinquished \$10.6 million in a cash security deposit. Beginning February 1, 2019, cash rent for the portfolio will be an annual amount of \$34.1 million.

NHI President and CEO Eric Mendelsohn stated, “We are very pleased to finalize the lease amendment with Holiday, together with the purchase of a very successful property in Vero Beach. Holiday is a valued partner and we look forward to helping them grow.”

### **About NHI**

Incorporated in 1991, National Health Investors, Inc. (NYSE: NHI) is a real estate investment trust specializing in sale-leaseback, joint-venture, mortgage and mezzanine financing of need-driven and discretionary senior housing and medical investments. NHI’s portfolio consists of independent, assisted and memory care communities, entrance-fee retirement communities, skilled nursing facilities, medical office buildings and specialty hospitals. For more information, visit [www.nhireit.com](http://www.nhireit.com).

*This press release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements regarding the Company's, tenants', operators', borrowers' or managers' expected future financial position, results of operations, cash flows, funds from operations, dividend and dividend plans, financing opportunities and plans, capital market transactions, business strategy, budgets, projected costs, operating metrics, capital expenditures, competitive positions, acquisitions, investment opportunities, dispositions, acquisition integration, growth opportunities, expected lease income, continued qualification as a real estate investment trust (“REIT”), plans and objectives of management for future operations, continued performance improvements, ability to service and refinance our debt obligations, ability to finance growth opportunities, and similar statements including, without limitation, those containing words such as “may”, “will”, “believes”, “anticipates”, “expects”, “intends”, “estimates”, “plans”, and other similar expressions are forward-looking statements. Forward-looking statements involve known and unknown risks and uncertainties that may cause our actual results in future periods to differ materially from those projected or contemplated in the forward-looking statements. Such risks and uncertainties include, among other things; the operating success of our tenants and borrowers for collection of our lease and interest income; the success of property development and construction activities, which may fail to achieve the operating results we expect; the risk that our tenants and borrowers may become subject to bankruptcy or insolvency proceedings; risks related to governmental regulations and payors, principally Medicare and Medicaid, and the effect that lower reimbursement rates would have on our tenants' and borrowers' business; the risk that the cash flows of our tenants and borrowers*

would be adversely affected by increased liability claims and liability insurance costs; risks related to environmental laws and the costs associated with liabilities related to hazardous substances; the risk that we may not be fully indemnified by our lessees and borrowers against future litigation; the success of our future acquisitions and investments; our ability to reinvest cash in real estate investments in a timely manner and on acceptable terms; the potential need to incur more debt in the future, which may not be available on terms acceptable to us; our ability to meet covenants related to our indebtedness which impose certain operational; the risk that the illiquidity of real estate investments could impede our ability to respond to adverse changes in the performance of our properties; risks associated with our investments in unconsolidated entities, including our lack of sole decision-making authority and our reliance on the financial condition of other interests; our dependence on revenues derived mainly from fixed rate investments in real estate assets, while a portion of our debt bears interest at variable rates; the risk that our assets may be subject to impairment charges; and our dependence on the ability to continue to qualify for taxation as a real estate investment trust. Many of these factors are beyond the control of the Company and its management. The Company assumes no obligation to update any of the foregoing or any other forward looking statements, except as required by law, and these statements speak only as of the date on which they are made. Investors are urged to carefully review and consider the various disclosures made by NHI in its periodic reports filed with the Securities and Exchange Commission, including the risk factors and other information disclosed in NHI's Annual Report on Form 10-K for the most recently ended fiscal year. Copies of these filings are available at no cost on the SEC's web site at <http://www.sec.gov> or on NHI's web site at <http://www.nhireit.com>.

[\(Back To Top\)](#)