

LTC PROPERTIES INC
Form 5
March 02, 2010

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
NATIONAL HEALTH INVESTORS INC
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
LTC PROPERTIES INC [LTC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

222 ROBERT ROSE DRIVE
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

____ 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 Reporting
(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 11/17/2009 | Â | S4 | 31,732 D | \$ 26.05 (1) | 743,068 D | Â |
| Common Stock | 11/23/2009 | Â | S4 | 12,529 D | \$ 26.02 (2) | 730,539 D | Â |
| Common Stock | 11/24/2009 | Â | S4 | 3,737 D | \$ 26 | 726,802 D | Â |
| Common | 11/25/2009 | Â | S4 | 4,808 D | \$ | 721,994 D | Â |

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| | | | | | | | | | |
|--------------|------------|---|----|--------|---|------------|---------|---|---|
| Stock | | | | | | 26.04 | | | |
| | | | | | | <u>(3)</u> | | | |
| Common Stock | 12/01/2009 | Â | S4 | 47,194 | D | \$ 26.03 | 674,800 | D | Â |
| | | | | | | <u>(4)</u> | | | |

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.

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| 8.5% Series C Cumulative Preferred Stock | \$ 19.25 | Â | Â | Â | Â Â | Â <u>(5)</u> Â <u>(5)</u> | Common Stock 2,000,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NATIONAL HEALTH INVESTORS INC 222 ROBERT ROSE DRIVE MURFREESBORO, TN 37129 | Â | Â X | Â | Â |

Signatures

NATIONAL HEALTH INVESTORS, INC. By: /s/ Roger R. Hopkins, Chief Accounting Officer
Date: 02/24/2010

**Signature of Reporting Person

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).

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(1) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$26.00 and \$26.18. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the issuer or a security holder of the issuer.

(2) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$26.00 and \$26.06. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the issuer or a security holder of the issuer.

(3) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$26.01 and \$26.15. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the issuer or a security holder of the issuer.

(4) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$26.00 and \$26.09. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the issuer or a security holder of the issuer.

(5) This Preferred Stock is convertible at any time, at the holder's election, and has no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.