



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

DIVISION OF
CORPORATION FINANCE

Mail Stop 3233

January 12, 2017

Via E-mail

Frank V. Saracino
NorthStar HealthCare Income
Chief Financial Officer
399 Park Avenue, 18th Floor
New York, NY 10022

Re: NorthStar Healthcare Income, Inc.
Form 10-K for the Fiscal Year Ended December 31, 2015
Filed March 28, 2016
File No. 000-55190

Dear Mr. Saracino:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

/s/ Sandra B. Hunter

Sandra B. Hunter
Staff Attorney
Office of Real Estate and
Commodities