

VENTAS INC

Form 4

February 18, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**RINEY T RICHARD**

(Last) (First) (Middle)

**10350 ORMSBY PARK PLACE,  
SUITE 300**

(Street)

**LOUISVILLE,, KY 40223**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**VENTAS INC [VTR]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/16/2005**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)  
Exec.V.P., General Counsel

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/16/2005		M	V Amount (A) or (D) Price 15,000 A \$ 11.42	298,449	D	
Common Stock	02/16/2005		S <sup>(1)(2)</sup>	600 D \$ 26.74	297,849	D	
Common Stock	02/16/2005		S <sup>(1)(2)</sup>	100 D \$ 26.76	297,749	D	
Common Stock	02/16/2005		S <sup>(1)(2)</sup>	400 D \$ 26.77	297,349	D	
Common Stock	02/16/2005		S <sup>(1)(2)</sup>	300 D \$ 26.78	297,049	D	

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Common Stock	02/16/2005	<u>S(1)(2)</u>	400	D	\$ 26.79	296,649	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	4,200	D	\$ 26.8	292,449	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	1,100	D	\$ 26.81	291,349	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	3,500	D	\$ 26.82	287,849	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	2,200	D	\$ 26.83	285,649	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	400	D	\$ 26.84	285,249	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	100	D	\$ 26.85	285,149	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	200	A	\$ 26.86	284,949	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	400	D	\$ 26.87	284,549	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	100	D	\$ 26.88	284,449	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	600	D	\$ 26.9	283,849	D
Common Stock	02/16/2005	<u>S(1)(2)</u>	400	D	\$ 26.91	283,449 <sup>(3)</sup>	D

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										
Option	\$ 11.42	02/16/2005		M	15,000	01/13/2003 <sup>(4)</sup>	01/13/2013	Common	15,000	
(Right to Buy)								Stock		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RINEY T RICHARD 10350 ORMSBY PARK PLACE, SUITE 300 LOUISVILLE,, KY 40223			Exec.V.P., General Counsel	

## Signatures

T. Richard  
Riney

02/18/2005

\_\_\_\_\_  
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).
- (1) On February 16, 2005, the Reporting Person transmitted to the Securities and Exchange Commission a Form 144 covering the sale of the Issuer's common stock reported on Table I.
- (2) These shares are being sold pursuant to a written non-discretionary Rule 10b5-1(c) sales plan dated November 22, 2004.
- (3) Reporting person also owns 1,300 shares indirectly by IRA.
- (4) These options were part of a previously reported grant of 52,632 shares on January 13, 2003 by the Issuer to the Reporting Person that vested in three equal installments on January 13, 2003, January 13, 2004 and January 13, 2005.
- (5) Represents total number of unexercised stock options held by Mr. Riney as of February 16, 2005.

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