**VENTAS INC** Form 4 June 16, 2008

# 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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* CAFARO DEBRA A

Symbol

(Middle)

VENTAS INC [VTR]

3. Date of Earliest Transaction

(Month/Day/Year) 06/12/2008

111 SOUTH WACKER DRIVE, **SUITE 4800** 

(First)

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

CHICAGO,, IL 60606

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer

(Check all applicable)

\_X\_\_ Director 10% Owner Other (specify X\_ Officer (give title below)

Chairman, President and CEO

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(City) (State) (Zip) 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. Transacti Code (Instr. 8)	(Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock (1)	06/12/2008		S(2)(3)		200	D	\$ 45.47	746,699	D	
Common Stock	06/12/2008		S(2)(3)		100	D	\$ 45.48	746,599	D	
Common Stock	06/12/2008		S(2)(3)		200	D	\$ 45.49	746,399	D	
Common Stock	06/12/2008		S(2)(3)		200	D	\$ 45.5	746,199	D	
Common Stock	06/12/2008		S(2)(3)		200	D	\$ 45.52	745,999	D	

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Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.53	745,899	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.55	745,799	D	
Common Stock	06/12/2008	S(2)(3)	200	D	\$ 45.59	745,599	D	
Common Stock	06/12/2008	S(2)(3)	63	D	\$ 45.6	745,536	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.61	745,436	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.62	745,336	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.66	745,236	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.7	745,136	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.72	745,036	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.75	744,936	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.77	744,836	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.8	744,736	D	
Common Stock	06/12/2008	S(2)(3)	200	D	\$ 45.85	744,536	D	
Common Stock	06/12/2008	S(2)(3)	200	D	\$ 45.86	744,336	D	
Common Stock	06/12/2008	S(2)(3)	400	D	\$ 45.87	743,936	D	
Common Stock	06/12/2008	S(2)(3)	100	D	\$ 45.88	743,836	D	
Common Stock						5,000 (4) (5)	I	By Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative		•		Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Z.ici cisuoie	2		of		
				Code V	(A) (D)				Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Keiationsnips						
	Director	10% Owner	Officer	Other			
CAFARO DEBRA A							
111 SOUTH WACKER DRIVE, SUITE 4800	X		Chairman, President and CEO				
CHICAGO., IL 60606							

## **Signatures**

Debra A. Cafaro, By: T. Richard Riney,
Attorney-In-Fact

06/16/2008

\*\*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) Please see the Reporting Person's previous Form 4 filing dated the date hereof which contains additional transactions which are part of one aggregate direction under the Rule 10b5-1(c) sales plan described in Footnote (3).
- On May 15, 2008, 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.
- (3) These shares are being sold pursuant to a written non-discretionary Rule 10b5-1(c) sales plan dated November 15, 2007.
- (4) Reporting Person disclaims beneficial ownership of these 5,000 shares except to the extent of the Reporting Person's pecuniary interest in the shares.
- (5) As of June 12, 2008, Reporting Person also owns options to purchase 517,806 shares of Issuer's common stock.

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

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