VENTAS INC Form 4 December 11, 2009

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

OMB Number:

3235-0287 January 31,

Expires: 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and A LEWIS RA	address of Repo YMOND J	rting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol VENTAS INC [VTR]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
111 SOUTH WACKER DRIVE, SUITE 4800			(Month/Day/Year) 12/09/2009	Director 10% Owner _X_ Officer (give title Other (specify below)  EVP & Chief Investment Officer		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
CHICAGO, IL 60606			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned		

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(A) or		5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/09/2009		M	17,391	A	\$ 28.96	132,073	D	
Common Stock	12/09/2009		S <u>(1)</u>	100	D	\$ 43.77	131,973	D	
Common Stock	12/09/2009		S <u>(1)</u>	1,000	D	\$ 43.78	130,973	D	
Common Stock	12/09/2009		S <u>(1)</u>	3,000	D	\$ 43.79	127,973	D	
Common Stock	12/09/2009		S <u>(1)</u>	2,200	D	\$ 43.8	125,773	D	

Edgar Filing: VENTAS INC - Form 4

Common Stock	12/09/2009	S(1)	1,291	D	\$ 43.81	124,482	D
Common Stock	12/09/2009	S(1)	1,000	D	\$ 43.82	123,482	D
Common Stock	12/09/2009	S <u>(1)</u>	200	D	\$ 43.83	123,282	D
Common Stock	12/09/2009	S <u>(1)</u>	100	D	\$ 44.1	123,182	D
Common Stock	12/09/2009	S(1)	100	D	\$ 44.1009	123,082	D
Common Stock	12/09/2009	S <u>(1)</u>	1,100	D	\$ 44.11	121,982	D
Common Stock	12/09/2009	S(1)	800	D	\$ 44.12	121,182	D
Common Stock	12/09/2009	S(1)	400	D	\$ 44.13	120,782	D
Common Stock	12/09/2009	S(1)	100	D	\$ 44.14	120,682	D
Common Stock	12/09/2009	S(1)	400	D	\$ 44.15	120,282	D
Common Stock	12/09/2009	S(1)	200	D	\$ 44.16	120,082	D
Common Stock	12/09/2009	S(1)	2,200	D	\$ 44.17	117,882	D
Common Stock	12/09/2009	S(1)	1,000	D	\$ 44.18	116,882	D
Common Stock	12/09/2009	S(1)	700	D	\$ 44.19	116,182	D
Common Stock	12/09/2009	S(1)	1,000	D	\$ 44.2	115,182	D
Common Stock	12/09/2009	S(1)	100	D	\$ 44.2034	115,082	D
Common Stock	12/09/2009	S <u>(1)</u>	400	D	\$ 44.21	114,682	D

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.

SEC 1474 (9-02)

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

#### Edgar Filing: VENTAS INC - Form 4

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date (Month/Day/Year) cquired (A) Disposed of Disposed of		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to Buy)	\$ 28.96	12/09/2009		M	17,391	01/21/2009(2)	01/21/2019	Common Stock	17,391

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

LEWIS RAYMOND J 111 SOUTH WACKER DRIVE, SUITE 4800 CHICAGO, IL 60606

**EVP & Chief Investment Officer** 

#### **Signatures**

Raymond J. Lewis, By: T. Richard Riney, Attorney-In-Fact

12/11/2009

\*\*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).
- On December 9, 2009, 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 options were part of a previously reported grant of 52,172 on January 21, 2009 by the Issuer to the Reporting Person that vested or will vest in three equal installments on January 21, 2009, January 21, 2010 and January 21, 2011.
- (3) Represents total number of unexercised stock options held by the Reporting Person as of December 9, 2009.

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.

Reporting Owners 3