

VENTAS INC
Form 424B5
December 06, 2010

Filed Pursuant to Rule 424(b)(5)
Registration No. 333-155770

Prospectus Supplement
(To Prospectus dated November 28, 2008)

VENTAS, INC.

DISTRIBUTION REINVESTMENT AND STOCK PURCHASE PLAN

This prospectus supplement supplements the prospectus of Ventas, Inc. dated November 28, 2008, as previously supplemented on December 7, 2009 (which we refer to herein as the prospectus), relating to Ventas, Inc.'s Distribution Reinvestment and Stock Purchase Plan. You should read this prospectus supplement in conjunction with the prospectus. This prospectus supplement is qualified in its entirety by reference to the prospectus, except to the extent the information in this prospectus supplement supersedes the information contained in the prospectus. Capitalized terms used in this prospectus supplement and not otherwise defined herein have the meanings specified in the prospectus.

This prospectus supplement contains a revised Schedule A to the prospectus. The revised Schedule A to the prospectus restates in its entirety the Schedule A previously included as part of the prospectus. The revised Schedule A sets forth the expected dates relating to common share distribution reinvestments and optional cash payments under the Plan for 2011, as such dates are described in the prospectus.

The date of this Prospectus Supplement is December 6, 2010.

SCHEDULE A
2011
COMMON SHARE DISTRIBUTION REINVESTMENTS¹

| Discount Set Date | Record Date | Investment Date² |
|--------------------------|--------------------|------------------------------------|
| March 8 | March 11 | March 31 |
| June 7 | June 10 | June 30 |
| September 6 | September 9 | September 30 |
| December 13 | December 16 | December 30 |

OPTIONAL CASH PAYMENTS

| Threshold Price and Discount Set Date | Record Date and Optional Cash Payment Due Date | Pricing Period Commencement Date | Pricing Period Conclusion Date³ |
|--|---|---|---|
| January 3 | January 6 | January 7 | January 25 |
| February 1 | February 4 | February 7 | February 23 |
| March 1 | March 4 | March 7 | March 22 |
| April 1 | April 6 | April 7 | April 25 |
| May 2 | May 5 | May 6 | May 23 |
| June 1 | June 6 | June 7 | June 22 |
| July 1 | July 7 | July 8 | July 25 |
| August 1 | August 4 | August 5 | August 22 |
| September 1 | September 7 | September 8 | September 23 |
| October 3 | October 6 | October 7 | October 24 |
| November 1 | November 4 | November 7 | November 22 |
| December 1 | December 6 | December 7 | December 22 |

¹ The dates indicated are those expected to be applicable under the Plan with respect to future distributions, if and when declared by the Board of Directors. The actual record and distribution payment dates will be determined by the Board of Directors.

² The investment date (and

pricing date)
with respect to
shares of
common stock
purchased
directly from us
will be the
distribution
payment date
declared by the
Board of
Directors. The
investment date
with respect to
shares of
common stock
purchased on
the open market
will typically be
the distribution
payment date,
but will be no
later than ten
business days
following the
distribution
payment date.
See Question
11.

- 3 The pricing
period
conclusion date
is also the
investment date
with respect to
optional cash
payments of
\$5,000 or less.

NEW YORK STOCK EXCHANGE HOLIDAYS

New Year's Day
Martin Luther King, Jr. Day
Washington's Birthday/Presidents' Day
Good Friday
Memorial Day
Independence Day
Labor Day
Thanksgiving Day
Christmas

2011

January 17
February 21
April 22
May 30
July 4
September 5
November 24
December 26 (observed)

