VENTAS INC Form 4 November 12, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

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response...

Estimated average

burden hours per

(First)

VENTAS INC [VTR]

(Check all applicable)

Chairman and CEO

111 SOUTH WACKER DRIVE,

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 11/09/2010

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

SUITE 4800

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

(Street) Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CHICAGO,, IL 60606

(City)	(State)	(Zip) Tab	le I - Non-De	erivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficial	y 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)	(Instr. 3, 4 and 5) (A)		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock (1)	11/09/2010		S(2)(3)	900	D	\$ 55.29	634,468	D	
Common Stock	11/09/2010		S(2)(3)	445	D	\$ 55.3	634,023	D	
Common Stock	11/09/2010		S(2)(3)	1,070	D	\$ 55.31	632,953	D	
Common Stock	11/09/2010		S(2)(3)	780	D	\$ 55.32	632,173	D	
Common Stock	11/09/2010		S(2)(3)	1,284	D	\$ 55.33	630,889	D	

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Common Stock	11/09/2010	S(2)(3)	700	D	\$ 55.34	630,189	D	
Common Stock	11/09/2010	S(2)(3)	1,200	D	\$ 55.35	628,989	D	
Common Stock	11/09/2010	S(2)(3)	400	D	\$ 55.36	628,589	D	
Common Stock	11/09/2010	M	10,000	A	\$ 28.96	15,000	I	By Trust
Common Stock	11/09/2010	S(4)(5)	4,439	D	\$ 55	10,561	I	By Trust
Common Stock	11/09/2010	S(4)(5)	1,761	D	\$ 55.01	8,800	I	By Trust
Common Stock	11/09/2010	S(4)(5)	500	D	\$ 55.02	8,300	I	By Trust
Common Stock	11/09/2010	S(4)(5)	600	D	\$ 55.03	7,700	I	By Trust
Common Stock	11/09/2010	S(4)(5)	100	D	\$ 55.04	7,600	I	By Trust
Common Stock	11/09/2010	S(4)(5)	200	D	\$ 55.05	7,400	I	By Trust
Common Stock	11/09/2010	S(4)(5)	200	D	\$ 55.06	7,200	I	By Trust
Common Stock	11/09/2010	S(4)(5)	600	D	\$ 55.07	6,600	I	By Trust
Common Stock	11/09/2010	S(4)(5)	400	D	\$ 55.08	6,200	I	By Trust
Common Stock	11/09/2010	S(4)(5)	100	D	\$ 55.1	6,100	I	By Trust
Common Stock	11/09/2010	S(4)(5)	100	D	\$ 55.12	6,000	I	By Trust
Common Stock	11/09/2010	S(4)(5)	1,000	D	\$ 55.23	5,000 (6)	I	By Trust

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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable	e and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year))	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 and 4)		Owne
	Security				Acquired					Follo
					(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date Expi	iration '	Title Amount		
					(11)	Exercisable Date		or		
						Zaterensuere Butt		Number		
								of		
								Shares		

Reporting Owners

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

Signatures

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

11/12/2010

**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).
- Please see the Reporting Person's previous Form 4 filing dated the date hereof which contains additional transactions which are part of **(1)** one aggregate direction under the Rule 10b5-1(c) sales plan described in Footnote (3).
- On November 9, 2010, the Reporting Person transmitted to the Securities and Exchange Commission a Form 144 covering the sale of the **(2)** Issuer's common stock reported on Table I.
- These shares are being sold pursuant to a written non-discretionary Rule 10b5-1(c) sales plan dated March 8, 2010 entered into by the **(3)** Reporting Person.
- On November 9, 2010, the Trust (of which Reporting Person's spouse is the trustee) transmitted to the Securities and Exchange Commission a Form 144 covering the sale of the Issuer's common stock reported on Table I.
- These shares are being sold pursuant to a written non-discretionary Rule 10b5-1(c) sales plan dated March 8, 2010 entered into by the **(5)**
- Reporting Person disclaims beneficial ownership of these 5,000 shares except to the extent of the Reporting Person's pecuniary interest in **(6)** the shares.

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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