**VENTAS INC** Form 4 July 14, 2008

# FORM 4

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

3235-0287 Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

**SECURITIES** 

Estimated average burden hours per response... 0.5

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).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * CAFARO DEBRA A			2. Issuer Name <b>and</b> Ticker or Trading Symbol VENTAS INC [VTR]						5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (N	Middle)	3. Date of Earliest Transaction					(Check an applicable)				
(			(Month/Day/Year) 07/10/2008						_X Director 10% Owner X Officer (give title Other (specify below) Chairman, President and CEO			
(Street) 4. If				4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
Fil 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	e I - Non-	Der	ivative Se	curiti	es Acqı	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. Transact Code (Instr. 8)		4. Securi Acquired Disposed (Instr. 3,	(A) o l of (D	)	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 (1)	07/10/2008			S(2)(3)		100	D	\$ 42	734,836	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.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date		Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Kelationships							
	Director	10% Owner	Officer	Other				
CAFARO DEBRA A 111 SOUTH WACKER DRIVE, SUITE 4800	X		Chairman, President and CEO					
CHICAGO,, IL 60606	71		Chairman, Frestaeth and CEO					

### **Signatures**

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

07/14/2008

\*\*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).
- Please see the Reporting Person's previous Form 4 filings dated the date hereof which contain additional transactions which are part of (1) 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 **(2)** 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.
- Reporting Person disclaims beneficial ownership of these 5,000 shares except to the extent of the Reporting Person's pecuniary interest in **(4)** the shares.
- (5) As of July 10, 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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