VENTAS INC Form 4/A December 11, 2009

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)

1. Name and Address of Reporting Person * LEWIS RAYMOND J

(First) (Middle) (Last)

111 SOUTH WACKER DRIVE,

SUITE 4800

(Street)

2. Issuer Name and Ticker or Trading Symbol

VENTAS INC [VTR]

3. Date of Earliest Transaction

(Month/Day/Year)

08/07/2009

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

08/11/2009

OMB APPROVAL

OMB Number:

3235-0287

2005

January 31, Expires:

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below) **EVP & Chief Investment Officer**

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

CHICAGO, IL 60606

(City)

1. Title of 2. Transaction Date 2A. Deemed

Security (Month/Day/Year) (Instr. 3)

(State)

(Zip)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)

5. Amount of

(T)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

(Instr. 4)

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.

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

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

Edgar Filing: VENTAS INC - Form 4/A

(Instr. 3) Price of Derivative Security (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable Expiration Date

Stock

Option (Right to \$25.19 08/07/2009 M $\frac{36,205}{\underline{(1)}}$ 01/18/2005 $\underline{(2)}$ 01/18/2015 $\frac{\text{Common}}{\text{Stock}}$ 36,205

Buy)

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

Relationships

Title

Amount

or Number of Share

Signatures

Richard 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).
- (1) The options reported on the original Form 4 filed August 11, 2009 were incorrectly shown in the "Acquired" column. The purpose of this amendment is to properly show the options in the "Disposed of" column.
- (2) These options were part of a previously reported grant of 36,205 on January 18, 2005, by the Issuer to the Reporting Person that vested in three equal annual installments on January 18, 2005, January 18, 2006 and January 18, 2007.
- (3) Represents total number of unexercised stock options held by the Reporting Person as of August 7, 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 2