Wood Brian K Form 4 February 24, 2010

FORM 4

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

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

may continue. See Instruction 1(b).

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 * Wood Brian K

2. Issuer Name and Ticker or Trading Symbol

VENTAS INC [VTR]

(Last) (First) (Middle) 3. Date of Earliest Transaction

10350 ORMSBY PARK PLACE, **SUITE 300**

(Month/Day/Year) 02/22/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

below) below) SVP-Tax

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

LOUISVILLE, KY 40223

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities 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. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			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)	
C			Code V	Amount	(D)	Price	(msu. 3 and 4)		
Common Stock	02/22/2010		M	6,550	A	\$ 25.44	27,364.255	D	
Common Stock	02/22/2010		S(1)	1,550	D	\$ 45.1	25,814.255	D	
Common Stock	02/22/2010		S(1)	500	D	\$ 45.12	25,314.255	D	
Common Stock	02/22/2010		S(1)	100	D	\$ 45.14	25,214.255	D	
Common Stock	02/22/2010		S <u>(1)</u>	400	D	\$ 45.15	24,814.255	D	

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Common Stock	02/22/2010	S <u>(1)</u>	400	D	\$ 45.17	24,414.255	D	
Common Stock	02/22/2010	S(1)	600	D	\$ 45.171	23,814.255	D	
Common Stock	02/22/2010	S(1)	1,000	D	\$ 45.21	22,814.255	D	
Common Stock	02/22/2010	S(1)	500	D	\$ 45.25	22,314.255	D	
Common Stock	02/22/2010	S(1)	100	D	\$ 45.2509	22,214.255	D	
Common Stock	02/22/2010	S(1)	300	D	\$ 45.251	21,914.255	D	
Common Stock	02/22/2010	S <u>(1)</u>	100	D	\$ 45.2534	21,814.255	D	
Common Stock	02/22/2010	S(1)	1,000	D	\$ 45.33	20,839.857 (2)	D	
Common Stock						2,527	I	By IRA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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

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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 25.44	02/22/2010		M	6,550	01/21/2006(3)	01/21/2015	Common Stock	6,550

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wood Brian K 10350 ORMSBY PARK PLACE, SUITE 300 LOUISVILLE, KY 40223

SVP-Tax

Signatures

Brian K. Wood, By: T. Richard Riney, Attorney-In-Fact

02/24/2010

**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).
- On February 22, 2010, 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) Includes 25.602 shares acquired between January 23, 2010 and February 23, 2010 under the Ventas Employee and Director Stock Purchase Plan.
- (3) These options were part of a previously reported grant of 6,550 on January 21, 2005 by the Issuer to the Reporting Person that vested in three equal installments on January 21, 2006, January 21, 2007 and January 21, 2008.
- (4) Represents total number of unexercised stock options held by the Reporting Person as of February 22, 2010.

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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