

VENTAS INC
Form 4
January 14, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
CROCKER DOUGLAS II

(Last) (First) (Middle)

71 SOUTH WACKER DRIVE,
SUITE 3400

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VENTAS INC [VTR]

3. Date of Earliest Transaction
(Month/Day/Year)
01/10/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

| 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) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock ⁽¹⁾ | 01/10/2008 | | S ⁽²⁾ | 400 D \$ 41.83 | 85,711.734 | D | |
| Common Stock | 01/10/2008 | | S ⁽²⁾ | 300 D \$ 41.84 | 85,411.734 | D | |
| Common Stock | 01/10/2008 | | S ⁽²⁾ | 200 D \$ 41.85 | 85,211.734 | D | |
| Common Stock | 01/10/2008 | | S ⁽²⁾ | 400 D \$ 41.86 | 84,811.734 | D | |
| Common Stock | 01/10/2008 | | S ⁽²⁾ | 100 D \$ 41.87 | 84,711.734 | D | |

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| | | | | | | | |
|--------------|------------|--------------|-------|---|----------|------------|---|
| Common Stock | 01/10/2008 | <u>S</u> (2) | 100 | D | \$ 41.88 | 84,611.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 200 | D | \$ 41.9 | 84,411.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 600 | D | \$ 41.91 | 83,811.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 400 | D | \$ 41.92 | 83,411.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 2,400 | D | \$ 42.05 | 81,011.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 200 | D | \$ 42.07 | 80,811.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 200 | D | \$ 42.09 | 80,611.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 8,200 | D | \$ 42.1 | 72,411.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 100 | D | \$ 42.11 | 72,311.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 500 | D | \$ 42.12 | 71,811.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 2,900 | D | \$ 42.13 | 68,911.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 200 | D | \$ 42.14 | 68,711.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 6,700 | D | \$ 42.15 | 62,011.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 200 | D | \$ 42.16 | 61,811.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 2,000 | D | \$ 42.17 | 59,811.734 | D |
| Common Stock | 01/10/2008 | <u>S</u> (2) | 1,700 | D | \$ 42.18 | 58,319.304 | D |

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)

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| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CROCKER DOUGLAS II 71 SOUTH WACKER DRIVE, SUITE 3400 CHICAGO, IL 60606 | X | | | |

Signatures

Douglas Crocker, II, By: T. Richard Riney, Attorney-In-Fact 01/14/2008

__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).
- (1) Please see the Reporting Person's previous Form 4 filing dated the date hereof which contains additional transactions which are part of one aggregate direction.
- (2) On January 10, 2008, 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.
- (3) Includes 207,570 shares acquired on January 3, 2008 under the Ventas Employee and Director Stock Purchase Plan.

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