

VENTAS INC  
Form 8-K  
April 15, 2014

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): **April 10, 2014**

**VENTAS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction

of Incorporation)

**1-10989**  
(Commission

File Number)

**61-1055020**  
(IRS Employer

Identification No.)

**353 N. Clark Street, Suite 3300, Chicago, Illinois**  
(Address of Principal Executive Offices)

**60654**  
(Zip Code)

Registrant's Telephone Number, Including Area Code: **(877) 483-6827**

**Not applicable**

## Edgar Filing: VENTAS INC - Form 8-K

Former Name or Former Address, if Changed Since Last Report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 9.01. Financial Statements and Exhibits.**

(a) *Financial Statements of Businesses Acquired.*

Not applicable.

(b) *Pro Forma Financial Information.*

Not applicable.

(c) *Shell Company Transactions.*

Not applicable.

(d) *Exhibits:*

| <b>Exhibit<br/>Number</b> | <b>Description</b>                                                                                                                                                                  |
|---------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.1                       | Underwriting Agreement dated April 10, 2014 among Ventas, Inc., Ventas Realty, Limited Partnership and the Underwriters named therein relating to the 1.250% Senior Notes due 2017. |
| 1.2                       | Underwriting Agreement dated April 10, 2014 among Ventas, Inc., Ventas Realty, Limited Partnership and the Underwriters named therein relating to the 3.750% Senior Notes due 2024. |
| 5.1                       | Opinion of Willkie Farr & Gallagher LLP regarding the 1.250% Senior Notes due 2017.                                                                                                 |
| 5.2                       | Opinion of Willkie Farr & Gallagher LLP regarding the 3.750% Senior Notes due 2024.                                                                                                 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

VENTAS, INC.

Date: April 15, 2014

By: /s/ Kristen M. Benson  
Kristen M. Benson  
Senior Vice President, Associate  
General Counsel and Corporate  
Secretary

**EXHIBIT INDEX**

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