

VENTAS INC  
Form 4  
December 11, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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

(Last) (First) (Middle)  
111 SOUTH WACKER DRIVE,  
SUITE 4800  
(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)  
12/09/2009

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)  
EVP & Chief Investment Officer

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(D)	Price		
Common Stock	12/09/2009		M		17,391	A	\$ 28.96	132,073	D
Common Stock	12/09/2009		S <sup>(1)</sup>		100	D	\$ 43.77	131,973	D
Common Stock	12/09/2009		S <sup>(1)</sup>		1,000	D	\$ 43.78	130,973	D
Common Stock	12/09/2009		S <sup>(1)</sup>		3,000	D	\$ 43.79	127,973	D
Common Stock	12/09/2009		S <sup>(1)</sup>		2,200	D	\$ 43.8	125,773	D

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Common Stock	12/09/2009	<u>S(1)</u>	1,291	D	\$ 43.81	124,482	D
Common Stock	12/09/2009	<u>S(1)</u>	1,000	D	\$ 43.82	123,482	D
Common Stock	12/09/2009	<u>S(1)</u>	200	D	\$ 43.83	123,282	D
Common Stock	12/09/2009	<u>S(1)</u>	100	D	\$ 44.1	123,182	D
Common Stock	12/09/2009	<u>S(1)</u>	100	D	\$ 44.1009	123,082	D
Common Stock	12/09/2009	<u>S(1)</u>	1,100	D	\$ 44.11	121,982	D
Common Stock	12/09/2009	<u>S(1)</u>	800	D	\$ 44.12	121,182	D
Common Stock	12/09/2009	<u>S(1)</u>	400	D	\$ 44.13	120,782	D
Common Stock	12/09/2009	<u>S(1)</u>	100	D	\$ 44.14	120,682	D
Common Stock	12/09/2009	<u>S(1)</u>	400	D	\$ 44.15	120,282	D
Common Stock	12/09/2009	<u>S(1)</u>	200	D	\$ 44.16	120,082	D
Common Stock	12/09/2009	<u>S(1)</u>	2,200	D	\$ 44.17	117,882	D
Common Stock	12/09/2009	<u>S(1)</u>	1,000	D	\$ 44.18	116,882	D
Common Stock	12/09/2009	<u>S(1)</u>	700	D	\$ 44.19	116,182	D
Common Stock	12/09/2009	<u>S(1)</u>	1,000	D	\$ 44.2	115,182	D
Common Stock	12/09/2009	<u>S(1)</u>	100	D	\$ 44.2034	115,082	D
Common Stock	12/09/2009	<u>S(1)</u>	400	D	\$ 44.21	114,682	D

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

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(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)	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 28.96	12/09/2009		M	17,391	01/21/2009 <sup>(2)</sup> 01/21/2019	Common Stock	17,391

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWIS RAYMOND J 111 SOUTH WACKER DRIVE, SUITE 4800 CHICAGO, IL 60606			EVP & Chief Investment Officer	

## Signatures

Raymond 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) On December 9, 2009, 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) These options were part of a previously reported grant of 52,172 on January 21, 2009 by the Issuer to the Reporting Person that vested or will vest in three equal installments on January 21, 2009, January 21, 2010 and January 21, 2011.
- (3) Represents total number of unexercised stock options held by the Reporting Person as of December 9, 2009.

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