

VENTAS INC  
Form 8-K  
November 09, 2011

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**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): **November 9, 2011**

**VENTAS, INC.**  
(Exact Name of Registrant as Specified in Its Charter)

|   |                             |   |
|---|-----------------------------|---|
| <b>Delaware</b>   | <b>1-10989</b>              | <b>61-1055020</b>                       |
| (State or Other Jurisdiction<br>of Incorporation)         | (Commission<br>File Number) | (IRS Employer<br>Identification<br>No.) |
| <b>111 S. Wacker Drive, Suite 4800, Chicago, Illinois</b> | <b>60606</b>                |   |
| (Address of Principal Executive Offices)                  | (Zip Code)                  |   |

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

**Not Applicable**  
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 8.01. Other Events.**

On November 9, 2011, Ventas, Inc. (the “Company”) issued a press release announcing that HCP, Inc. (“HCP”) has agreed to pay it \$125 million to settle the Company’s outstanding lawsuit against HCP arising out of the Company’s 2007 acquisition of Sunrise Senior Living REIT. A copy of the press release is filed herewith as Exhibit 99.1 and incorporated in this Item 8.01 by reference.

**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:*

**Exhibit**

**Number      Description**

99.1              Press release issued by the Company on November 9, 2011.

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**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: November 9, 2011 By: /s/ Kristen M. Benson

Kristen M. Benson

Vice President and

Senior Securities Counsel

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**EXHIBIT INDEX**

**Exhibit**

**Number    Description**

99.1            Press release issued by the Company on November 9, 2011.