

VENTAS INC  
Form 4  
August 11, 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 \*  
**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)  
**08/08/2008**

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)  
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                    | 08/08/2008                           |  | M                              |   | 36,439  | A  | \$ 23   |
| Common Stock                    | 08/08/2008                           |  | S <sup>(1)</sup>               |   | 200   | D  | \$ 45.32  |
| Common Stock                    | 08/08/2008                           |  | S <sup>(1)</sup>               |   | 400   | D  | \$ 45.33  |
| Common Stock                    | 08/08/2008                           |  | S <sup>(1)</sup>               |   | 400   | D  | \$ 45.36  |
| Common Stock                    | 08/08/2008                           |  | S <sup>(1)</sup>               |   | 600   | D  | \$ 45.375   |

## Edgar Filing: VENTAS INC - Form 4

|              |            |             |       |   |            |         |   |
|--------------|------------|-------------|-------|---|------------|---------|---|
| Common Stock | 08/08/2008 | <u>S(1)</u> | 900   | D | \$ 45.4    | 128,544 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 200   | D | \$ 45.41   | 128,344 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 800   | D | \$ 45.42   | 127,544 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 1,200 | D | \$ 45.44   | 126,344 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 900   | D | \$ 45.45   | 125,444 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 400   | D | \$ 45.46   | 125,044 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 1,100 | D | \$ 45.47   | 123,944 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 100   | D | \$ 45.48   | 123,844 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 600   | D | \$ 45.49   | 123,244 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 100   | D | \$ 45.5    | 123,144 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 700   | D | \$ 45.51   | 122,444 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 1,500 | D | \$ 45.52   | 120,944 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 2,300 | D | \$ 45.53   | 118,644 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 1,300 | D | \$ 45.54   | 117,344 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 1,200 | D | \$ 45.55   | 116,144 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 100   | D | \$ 45.56   | 116,044 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 1,200 | D | \$ 45.57   | 114,844 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 600   | D | \$ 45.58   | 114,244 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 300   | D | \$ 45.5825 | 113,944 | D |
| Common Stock | 08/08/2008 | <u>S(1)</u> | 500   | D | \$ 45.59   | 113,444 | D |
|              | 08/08/2008 | <u>S(1)</u> | 800   | D | \$ 45.6    | 112,644 | D |

|                             |            |                  |     |   |            |         |   |
|-----------------------------|------------|------------------|-----|---|------------|---------|---|
| Common Stock                |            |                  |     |   |            |         |   |
| Common Stock                | 08/08/2008 | S <sup>(1)</sup> | 700 | D | \$ 45.6025 | 111,944 | D |
| Common Stock                | 08/08/2008 | S <sup>(1)</sup> | 200 | D | \$ 45.61   | 111,744 | D |
| Common Stock                | 08/08/2008 | S <sup>(1)</sup> | 100 | D | \$ 45.615  | 111,644 | D |
| Common Stock <sup>(2)</sup> | 08/08/2008 | S <sup>(1)</sup> | 100 | D | \$ 45.62   | 111,544 | D |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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. 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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)          | (D)                        |
| Stock Option (Right to Buy)                | \$ 23  | 08/08/2008                           |  | M                              | 36,439  | 01/13/2004 <sup>(3)</sup>                                | 01/13/2014  | Common Stock | 36,439                     |

## 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

08/11/2008

\_\_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) On August 8, 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.
- (2) Please see the Reporting Person's subsequent Form 4 filings dated the date hereof which contain additional transactions which are part of one aggregate direction.
- (3) These options were part of a previously reported grant of 36,439 on January 13, 2004 by the Issuer to the Reporting Person that vested in three equal installments on January 13, 2004, January 13, 2005 and January 13, 2006.
- (4) Represents total number of unexercised stock options held by the Reporting Person as of August 8, 2008.

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.