

RINEY T RICHARD
Form 4
March 18, 2010

FORM 4

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

OMB APPROVAL

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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 *
RINEY T RICHARD

(Last) (First) (Middle)
10350 ORMSBY PARK PLACE,
SUITE 300

(Street)

LOUISVILLE,, KY 40223

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2010

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 Admin. Off., GC

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 or Price		
Common Stock	03/16/2010		M		38,924 A \$ 30.83	315,181	D
Common Stock	03/16/2010		S(1)(2)		232 D \$ 46.67	314,949	D
Common Stock	03/16/2010		S(1)(2)		100 D \$ 46.6711	314,849	D
Common Stock	03/16/2010		S(1)(2)		668 D \$ 46.674	314,181	D
Common Stock	03/16/2010		S(1)(2)		1,000 D \$ 46.7165	313,181	D

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Common Stock	03/16/2010	<u>S(1)(2)</u>	100	D	\$ 46.76	313,081	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	500	D	\$ 46.8	312,581	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	200	D	\$ 46.81	312,381	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	200	D	\$ 46.83	312,181	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	100	D	\$ 46.87	312,081	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	200	D	\$ 46.9	311,881	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	300	D	\$ 46.92	311,581	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	100	D	\$ 46.9602	311,481	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	100	D	\$ 46.9612	311,381	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	300	D	\$ 46.965	311,081	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	2,600	D	\$ 46.97	308,481	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	2,100	D	\$ 46.9725	306,381	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	200	D	\$ 46.99	306,181	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	400	D	\$ 47	305,781	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	800	D	\$ 47.0001	304,981	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	5,000	D	\$ 47.0018	299,981	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	100	D	\$ 47.01	299,881	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	1,582	D	\$ 47.0101	298,299	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	100	D	\$ 47.0104	298,199	D
Common Stock	03/16/2010	<u>S(1)(2)</u>	2,418	D	\$ 47.02	295,781	D
	03/16/2010	<u>S(1)(2)</u>	300	D	\$ 47.03	295,481	D

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Common Stock							
Common Stock	03/16/2010		<u>S(1)(2)</u>	200	D	\$ 47.04	295,281 D
Common Stock	03/16/2010		<u>S(1)(2)</u>	200	D	\$ 47.05	295,081 D
Common Stock	03/16/2010		<u>S(1)(2)</u>	2,300	D	\$ 47.06	292,781 D
Common Stock ⁽³⁾	03/16/2010		<u>S(1)(2)</u>	100	D	\$ 47.0609	292,681 D

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

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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)
Stock Option (Right to Buy)	\$ 30.83	03/16/2010		M	38,924	01/27/2006 ⁽⁴⁾ 01/27/2016	Common Stock 38,924

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RINEY T RICHARD
10350 ORMSBY PARK PLACE, SUITE 300
LOUISVILLE, KY 40223

EVP, Chief Admin. Off., GC

Signatures

T. Richard
Riney

03/18/2010

__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 March 16, 2010, 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 shares are being sold pursuant to a written non-discretionary Rule 10b5-1(c) sales plan dated December 10, 2009.
- (3) 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 under the Rule 10b5-1(c) sales plan described in Footnote (2).
- (4) These options were part of a previously reported grant of 38,924 on January 27, 2006 by the Issuer to the Reporting Person that vested in three equal annual installments on January 27, 2006, January 27, 2007 and January 27, 2008.
- (5) Represents total number of unexercised stock options held by the Reporting Person as of March 16, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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