

ROSENBERG SHELI Z
Form 4
March 04, 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

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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 *
ROSENBERG SHELI Z

(Last) (First) (Middle)

TWO NORTH RIVERSIDE
PLAZA, SUITE 600

(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)
02/29/2008

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)

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 Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	02/29/2008		M	10,000 A \$ 7.0625	34,080.092	D	
Common Stock	02/29/2008		M	5,000 A \$ 11.86	39,080.092	D	
Common Stock	02/29/2008		M	5,000 A \$ 11.45	44,579.07 ⁽¹⁾	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)	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 7.0625	02/29/2008		M	10,000	01/26/2001 ⁽²⁾ 01/26/2011	Common Stock	10,000
Stock Option (Right to Buy)	\$ 11.86	02/29/2008		M	5,000	01/02/2002 ⁽³⁾ 01/02/2012	Common Stock	5,000
Stock Option (Right to Buy)	\$ 11.45	02/29/2008		M	5,000	01/01/2003 ⁽⁴⁾ 01/02/2013	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ROSENBERG SHELI Z
TWO NORTH RIVERSIDE PLAZA, SUITE 600 X
CHICAGO, IL 60606

Signatures

Sheli Z. Rosenberg, By: T. Richard Riney,
Attorney-In-Fact

03/04/2008

**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) Includes 498,978 shares acquired between January 1, 2008 and March 3, 2008 under the Ventas Employee and Director Stock Purchase Plan.

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- (2) These options were part of a previously reported grant of 10,000 on January 26, 2001, by the Issuer to the Reporting Person that vested in two equal annual installments beginning on January 26, 2001.
- (3) These options were part of a previously reported grant of 5,000 on January 2, 2002, by the Issuer to the Reporting Person that vested in two equal annual installments beginning on January 2, 2002.
- (4) These options were part of a previously reported grant of 5,000 on January 1, 2003, by the Issuer to the Reporting Person that vested in two equal annual installments beginning on January 1, 2003.

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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