

VENTAS INC  
Form 4  
January 14, 2008

**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 \*  
**CROCKER DOUGLAS II**

(Last) (First) (Middle)

71 SOUTH WACKER DRIVE,  
SUITE 3400

(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)  
01/10/2008

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/10/2008		M		10,000	A	\$ 10.8125
Common Stock	01/10/2008		M		3,000	A	\$ 12.1875
Common Stock	01/10/2008		M		3,000	A	\$ 4
Common Stock	01/10/2008		M		4,000	A	\$ 3.3125
Common Stock	01/10/2008		M		5,000	A	\$ 5.875
							68,111.734
							71,111.734
							74,111.734
							78,111.734
							83,111.734

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Common Stock	01/10/2008	M	5,000	A	\$ 11.86	88,111.734	D
Common Stock	01/10/2008	M	5,000	A	\$ 11.45	93,111.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.58	93,011.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.59	92,911.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.6	92,811.734	D
Common Stock	01/10/2008	<u>S(1)</u>	400	D	\$ 41.61	92,411.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.62	92,311.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.64	92,211.734	D
Common Stock	01/10/2008	<u>S(1)</u>	200	D	\$ 41.65	92,011.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.66	91,911.734	D
Common Stock	01/10/2008	<u>S(1)</u>	900	D	\$ 41.67	91,011.734	D
Common Stock	01/10/2008	<u>S(1)</u>	300	D	\$ 41.69	90,711.734	D
Common Stock	01/10/2008	<u>S(1)</u>	300	D	\$ 41.7	90,411.734	D
Common Stock	01/10/2008	<u>S(1)</u>	400	D	\$ 41.71	90,011.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.72	89,911.734	D
Common Stock	01/10/2008	<u>S(1)</u>	300	D	\$ 41.73	89,611.734	D
Common Stock	01/10/2008	<u>S(1)</u>	200	D	\$ 41.74	89,411.734	D
Common Stock	01/10/2008	<u>S(1)</u>	100	D	\$ 41.75	89,311.734	D
Common Stock	01/10/2008	<u>S(1)</u>	400	D	\$ 41.76	88,911.734	D
Common Stock	01/10/2008	<u>S(1)</u>	200	D	\$ 41.77	88,711.734	D
	01/10/2008	<u>S(1)</u>	100	D	\$ 41.78	88,611.734	D

Common Stock							
Common Stock	01/10/2008	S <sup>(1)</sup>	100	D	\$ 41.79	88,511.734	D
Common Stock	01/10/2008	S <sup>(1)</sup>	100	D	\$ 41.8	88,411.734	D
Common Stock	01/10/2008	S <sup>(1)</sup>	2,200	D	\$ 41.81	86,211.734	D
Common Stock <sup>(2)</sup>	01/10/2008	S <sup>(1)</sup>	100	D	\$ 41.82	86,111.734	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.**

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.8125	01/10/2008		M	10,000	09/11/1999 <sup>(3)</sup>	09/11/2008	Common Stock	10,000
Stock Option (Right to Buy)	\$ 12.1875	01/10/2008		M	3,000	01/01/2000 <sup>(4)</sup>	01/01/2009	Common Stock	3,000
Stock Option (Right to Buy)	\$ 4	01/10/2008		M	3,000	01/01/2001 <sup>(5)</sup>	01/01/2010	Common Stock	3,000
Stock Option (Right to Buy)	\$ 3.3125	01/10/2008		M	4,000	02/24/2000 <sup>(6)</sup>	02/24/2010	Common Stock	4,000

Stock Option (Right to Buy)	\$ 5.875	01/10/2008	M	5,000	01/01/2001 <sup>(7)</sup>	01/01/2011	Common Stock	5,000
Stock Option (Right to Buy)	\$ 11.86	01/10/2008	M	5,000	01/02/2002 <sup>(8)</sup>	01/02/2012	Common Stock	5,000
Stock Option (Right to Buy)	\$ 11.45	01/10/2008	M	5,000	01/01/2003 <sup>(9)</sup>	01/01/2013	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROCKER DOUGLAS II 71 SOUTH WACKER DRIVE, SUITE 3400 CHICAGO, IL 60606	X			

## Signatures

Douglas Crocker II, By: T. Richard Riney,  
Attorney-In-Fact

01/14/2008

\_\_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 January 10, 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 filing dated the date hereof which contains additional transactions which are part of one aggregate direction.
  - (3) These options were part of a previously reported grant of 10,000 on September 11, 1998 by the Issuer to the Reporting Person that vested in four equal annual installments beginning on September 11, 1999.
  - (4) These options were part of a previously reported grant of 3,000 on January 1, 1999 by the Issuer to the Reporting Person that vested in four equal annual installments beginning on January 1, 2000.
  - (5) These options were part of a previously reported grant of 3,000 on January 1, 2000 by the Issuer to the Reporting Person that vested in four equal annual installments beginning on January 1, 2001.
  - (6) These options were part of a previously reported grant of 4,000 on February 24, 2000 by the Issuer to the Reporting Person that vested in two equal annual installments beginning on February 24, 2000.
  - (7) These options were part of a previously reported grant of 5,000 on January 1, 2001 by the Issuer to the Reporting Person that vested in two equal annual installments beginning on January 1, 2001.
  - (8) 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.
  - (9)

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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. 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.