

VENTAS INC
Form 4
May 17, 2007

FORM 4

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

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

OMB APPROVAL

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(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)
05/15/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)
Exec.VP, Chief Admin.Off., GC

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	05/15/2007		M		15,350	A \$ 25.19	309,668	D	
Common Stock	05/15/2007		S ⁽¹⁾⁽²⁾		300	D \$ 42.17	309,368	D	
Common Stock	05/15/2007		S ⁽¹⁾⁽²⁾		1,400	D \$ 42.2	307,968	D	
Common Stock	05/15/2007		S ⁽¹⁾⁽²⁾		1,100	D \$ 42.21	306,868	D	
Common Stock	05/15/2007		S ⁽¹⁾⁽²⁾		300	D \$ 42.22	306,568	D	

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Common Stock	05/15/2007	<u>S(1)(2)</u>	600	D	\$ 42.23	305,968	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	900	D	\$ 42.24	305,068	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	1,000	D	\$ 42.25	304,068	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	3,550	D	\$ 42.26	300,518	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	600	D	\$ 42.27	299,918	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	1,400	D	\$ 42.28	298,518	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	600	D	\$ 42.29	297,918	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	800	D	\$ 42.3	297,118	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	1,300	D	\$ 42.31	295,818	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	1,100	D	\$ 42.32	294,718	D	
Common Stock	05/15/2007	<u>S(1)(2)</u>	400	D	\$ 42.38	294,318	D	
Common Stock						1,300	I	By IRA

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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title

Stock										
Option	\$ 25.19	05/15/2007		M	15,350	01/18/2005 ⁽³⁾	01/18/2015	Common	15,350	
(Right to								Stock		
Buy)										

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RINEY T RICHARD 10350 ORMSBY PARK PLACE, SUITE 300 LOUISVILLE,, KY 40223			Exec.VP, Chief Admin.Off., GC	

Signatures

T. Richard
Riney

05/17/2007

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 May 15, 2007, 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 November 3, 2006.
- (3) These options were part of a previously reported grant of 46,050 on January 18, 2005 by the Issuer to the Reporting Person that vested in three equal installments on January 18, 2005, January 18, 2006 and January 18, 2007.
- (4) Represents total number of unexercised stock options held by the Reporting Person as of May 15, 2007.

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.