

Wood Brian K
Form 4
August 10, 2009

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 *
Wood Brian K

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/06/2009

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
SVP-Tax

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LOUISVILLE, KY 40223

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	08/06/2009		M		10,000	\$ 23.47	A
Common Stock	08/06/2009		S ⁽¹⁾		1,000	\$ 37.23	D
Common Stock	08/06/2009		S ⁽¹⁾		100	\$ 37.25	D
Common Stock	08/06/2009		S ⁽¹⁾		1,100	\$ 37.26	D
Common Stock	08/06/2009		S ⁽¹⁾		500	\$ 37.27	D

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Common Stock	08/06/2009	S ⁽¹⁾	1,200	D	\$ 37.28	27,541.048	D	
Common Stock	08/06/2009	S ⁽¹⁾	600	D	\$ 37.29	26,941.048	D	
Common Stock	08/06/2009	S ⁽¹⁾	2,900	D	\$ 37.3	24,041.048	D	
Common Stock	08/06/2009	S ⁽¹⁾	1,500	D	\$ 37.31	22,541.048	D	
Common Stock	08/06/2009	S ⁽¹⁾	200	D	\$ 37.32	22,341.048	D	
Common Stock	08/06/2009	S ⁽¹⁾	700	D	\$ 37.33	21,641.048	D	
Comon Stock	08/06/2009	S ⁽¹⁾	200	D	\$ 37.34	21,681.181	D	
Common Stock						2,527	I	By IRA

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)	\$ 23.47	08/06/2009		M	10,000	01/14/2005 ⁽³⁾ 01/14/2014	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Wood Brian K
10350 ORMSBY PARK PLACE, SUITE 300
LOUISVILLE, KY 40223

SVP-Tax

Signatures

Brian K. Wood, By: T. Richard Riney,
Attorney-In-Fact

08/10/2009

__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 6, 2009, 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) Includes 240.133 shares acquired between March 3, 2009 and August 7, 2009, under the Ventas Employee and Director Stock Purchase Plan.
- (3) These options were part of a previously reported grant of 10,000 on January 14, 2004, by the Issuer to the Reporting Person that vested in three equal installments on January 14, 2005, January 14, 2006 and January 14, 2007.
- (4) Represents total number of unexercised stock options held by the Reporting Person as of August 6, 2009.

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.