VENTAS INC Form 4 April 10, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction 1(b).

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 * CAFARO DEBRA A

(Middle)

(Last) (First)

2. Issuer Name and Ticker or Trading Symbol

VENTAS INC [VTR]

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

04/06/2006

10350 ORMSBY PARK PLACE, **SUITE 300**

(Street)

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

X Director 10% Owner Other (specify X_ Officer (give title

below) Chairman, President and CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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) (A) or		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)				
Common Stock	04/06/2006		Code V M	Amount 31,000	(D)	Price \$ 11.86	569,288	D				
Common Stock	04/06/2006		S(1)(2)	700	D	\$ 32.2	568,588	D				
Common Stock	04/06/2006		S(1)(2)	300	D	\$ 32.21	568,288	D				
Common Stock	04/06/2006		S(1)(2)	300	D	\$ 32.22	567,988	D				
Common Stock	04/06/2006		S(1)(2)	2,900	D	\$ 32.23	565,088	D				

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Common Stock	04/06/2006	S(1)(2)	3,600	D	\$ 32.24	561,488	D	
Common Stock	04/06/2006	S(1)(2)	8,700	D	\$ 32.25	552,788	D	
Common Stock	04/06/2006	S(1)(2)	200	D	\$ 32.27	552,588	D	
Common Stock	04/06/2006	S(1)(2)	1,000	D	\$ 32.28	551,588	D	
Common Stock	04/06/2006	S(1)(2)	1,200	D	\$ 32.29	550,388	D	
Common Stock	04/06/2006	S(1)(2)	1,000	D	\$ 32.3	549,388	D	
Common Stock	04/06/2006	S(1)(2)	1,500	D	\$ 32.31	547,888	D	
Common Stock	04/06/2006	S(1)(2)	600	D	\$ 32.32	547,288	D	
Common Stock	04/06/2006	S(1)(2)	1,700	D	\$ 32.33	545,588	D	
Common Stock	03/30/2006	S(1)(2)	700	D	\$ 32.34	544,888	D	
Common Stock	04/06/2006	S(1)(2)	2,500	D	\$ 32.36	542,388	D	
Common Stock	04/06/2006	S(1)(2)	100	D	\$ 32.37	542,288	D	
Common Stock	04/06/2006	S(1)(2)	4,000	D	\$ 32.45	538,288	D	
Common Stock						5,000 (3)	I	By Trust

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		
	Derivative				or Disposed of		
	Security				(D)		
					(Instr. 3, 4,		

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and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to	\$ 11.86	04/06/2006	M			31,000	01/02/2002(4)	01/02/2012	Common Stock	31,000

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
CAFARO DEBRA A			Chairman,						
10350 ORMSBY PARK PLACE, SUITE 300	X		President and						
LOUISVILLE,, KY 40223			CEO						

Signatures

Debra A. Cafaro, By: T. Richard Riney,
Attorney-In-Fact
04/10/2006

**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 12, 2006, 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 17, 2005.
- (3) The Reporting Person disclaims beneficial ownership of the shares to the extent of the Reporting Person's pecuniary interest in the shares.
- (4) These options were part of a previously reported grant of 173,131 on January 2, 2002 by the Issuer to the Reporting Person, that vested in three equal installments beginning on January 2, 2002, January 2, 2003 and January 2, 2004.
- (5) Represents total number of unexercised stock options held by the Reporting Person as of April 6, 2006.

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.

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