Edgar Filing: VENTAS INC - Form 4

| VENTAS IN Form 4 October 04, | | | | | | | | | | |
|--|---|------------------|---|--|-----------|--|--|---|---|--|
| FORM | 1 4 | | | | | | | OMB AF | PROVAL | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | OMB Number: | 3235-0287 | | | |
| Check th if no long subject to Section 1 Form 4 c | NGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | ERSHIP OF | Expires: Estimated a burden hour response | | | | |
| Form 5 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 l | Responses) | | | | | | | | | |
| SHELTON JAMES D Symbol | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last)(First)(Middle)3. Date of (Month/D2800 NORTH DALLAS PARKWAY, SUITE 20010/01/20 | | | of Earliest Transaction Day/Year)X_Director | | | 10% Owner | | | | |
| | | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| PLANO,, T | X 75093 | | | | | | Form filed by M Person | | | |
| (City) | (State) (Zip |) Tabl | e I - Non-I | Derivative Se | curiti | es Acqu | iired, Disposed of | , or Beneficial | y Owned | |
| 1.Title of Security (Instr. 3) | an | ecution Date, if | Code | 4. Securitie on(A) or Disp (Instr. 3, 4) Amount | osed c | | 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 | 10/01/2011 | | А | 240.385 (1) | A | \$ 49.4 | 7,888.426 <u>(2)</u> | 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transactio Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|-------|--|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| SHELTON JAMES D 2800 NORTH DALLAS PARKWAY, SUITE 200 PLANO,, TX 75093 | Х | | | | | |
| Signatures | | | | | | |
| James D. Shelton, By: T. Richard Riney, Attorney-In-Fact | | 10/04/201 | 11 | | | |
| <u>**</u> 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).

Common stock in the form of Units granted under the Ventas Nonemployee Director Deferred Stock Compensation Plan (the "Plan") in(1) lieu of Director fees pursuant to the Director's deferral election. Such Units are payable solely in common stock and subject to the terms and conditions of the Director's deferral election and the Plan.

(2) As of October 1, 2011, Reporting Person also owns options to purchase 15,000 shares of Issuer's common stock.

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.