#### Edgar Filing: VENTAS INC - Form 4

VENTAS II Form 4 March 04, 2 FORN	2005 ЛД	STATES	SECUI	RITIES	AN	<b>ID EXC</b>	HAN	IGE C	OMMISSION	OMB AP OMB	PROVAL		
Check the	his box		Wa	shingto	n, I	D.C. 205	49			Number:	3235-0287 January 31,		
if no lor subject Section Form 4 Form 5 obligatio may cor	CHANGES IN BENEFICIAL OWNERS SECURITIES ection 16(a) of the Securities Exchange Act Public Utility Holding Company Act of 1935						Act of 1934, 1935 or Section	Expires: Estimated av burden hour response	2005 verage				
<i>See</i> Inst 1(b).	ruction	30(h)	of the In	ivestme	nt C	Company	' Act	of 1940	)				
(Print or Type	Responses)												
CAFARO DEBRA A Symb				ssuer Name <b>and</b> Ticker or Trading ool NTAS INC [VTR]					5. Relationship of Reporting Person(s) to Issuer				
				f Earliest	-	-			(Check all applicable)				
				n/Day/Year)					X Director 10% Owner X Officer (give title Other (specify below) below) Chairman, President and CEO				
				nendment, Date Original onth/Day/Year)					<ul><li>6. Individual or Joint/Group Filing(Check Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>				
LOUISVIL	LLE,, KY 40223								Form filed by Mo Person	ore than One Rep	oorting		
(City)	(State)	(Zip)	Tab	le I - Non	-De	rivative S	ecurit	ies Acqu	iired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)				3. 4. Securi Transaction (A) or Di Code (Instr. 3, (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)				
Common Stock	03/02/2005			Code S <u>(1)(2)</u>	v	Amount 600 <u>(3)</u>	or (D)	Price \$ 26.35		D			
	03/02/2005 03/02/2005				v		or (D) D	\$	(Instr. 3 and 4)	D D			
Stock Common				S <u>(1)(2)</u>	v	600 <u>(3)</u>	or (D) D	\$ 26.35 \$	(Instr. 3 and 4) 544,201				
Stock Common Stock Common	03/02/2005			$S_{(1)(2)}$ $S_{(1)(2)}$	V	600 (3) 700 (3) 1,255	or (D) D	\$ 26.35 \$ 26.37 \$ 26.39	(Instr. 3 and 4) 544,201 543,501	D			

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Common Stock	03/02/2005	S <u>(1)(2)</u>	800 <u>(3)</u> D	\$ 26.42	534,546	D
Common Stock	03/02/2005	S <u>(1)(2)</u>	1,200 (3) D	\$ 26.43	533,346	D
Common Stock	03/02/2005	S <u>(1)(2)</u>	3,000 (3) D	\$ 26.44	530,346	D
Common Stock	03/02/2005	S <u>(1)(2)</u>	500 <u>(3)</u> D	\$ 26.45	529,846	D
Common Stock	03/02/2005	S <u>(1)(2)</u>	300 <u>(3)</u> D	\$ 26.5	529,546	D
Common Stock	03/02/2005	S <u>(1)(2)</u>	3,560 (3) D	\$ 26.56	525,986	D
Common Stock	03/02/2005	S <u>(1)(2)</u>	7,600 (4) D	\$ 26.38	518,386	D
Common Stock	03/02/2005	S <u>(1)(2)</u>	2,345 (4) D	\$ 26.39	516,041 <u>(5)</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 SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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.	6. Date Exer	cisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)	Bene
(	Derivative		( · · · · · · · · · · · · · · · · · · ·		Securities			(Instr. 3 and	× /	Owne
	Security				Acquired			<sup>×</sup>	,	Follo
	, in the second s				(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					, ,
					4, and 5)					
								Amo	unt	
									Juint	
						Date	Expiration	Or Title N	1	
						Exercisable	Date	Title Num	iber	
								of		

Code V (A) (D)

# **Reporting Owners**

**Reporting Owner Name / Address** 

Director

Relationships

Officer

10% Owner

Other

Shares

CAFARO DEBRA A 10350 ORMSBY PARK PLACE, SUITE 300 LOUISVILLE,, KY 40223

Х

# Signatures

Debra A. Cafaro, By: T. Richard Riney, Attorney-in-Fact

\*\*Signature of Reporting Person

Date

03/04/2005

Chairman.

President and

CEO

### **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 February 2, 2005, the Reporting Person transmitted to the Securities and Exchange Commission a Form 144 covering this 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 sales plan dated November 22, 2004.
- (3) These shares represent the sale of previously reported restricted shares granted under the 2000 Incentive Compensation Plan on January 13, 2003. The shares granted on January 13, 2003 vested in three equal annual installments beginning January 13, 2003.
- (4) These shares represent the sale of previously reported restricted shares granted under the 2000 Incentive Compensation Plan on January 23, 2004. The shares granted on January 23, 2004 vest in three equal annual installments beginning January 23, 2004.
- (5) Reporting Person also owns options to purchase 973,238 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.