Cozzi Vincent M. Form 4 November 12, 2010

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

OMB APPROVAL OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005 Estimated average

0.5

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response...

5. Relationship of Reporting Person(s) to

Issuer

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

Cozzi Vincent M.

1. Name and Address of Reporting Person *

		VI	VENTAS INC [VTR]					(Check all applicable)			
(Last) (First) (Middle) 111 SOUTH WACKER DRIVE, SUITE 4800			3. Date of Earliest Transaction (Month/Day/Year) 11/10/2010					Director 10% Owner X Officer (give title Other (specify below) below) SVP Medical Office Properties			
CHICAGO,		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date any (Month/Day/Y		3. Ate, if Trans Code	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (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	
Common Stock	11/10/2010		M		7,539	A	\$ 41.54	15,988	D		
Common Stock	11/10/2010		M		5,176	A	\$ 21.57	21,164	D		
Common Stock	11/10/2010		S(1)		100	D	\$ 53.91	21,064	D		
Common Stock	11/10/2010		S(1)		600	D	\$ 53.93	20,464	D		
Common Stock	11/10/2010		S(1)		848	D	\$ 53.94	19,616	D		

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Common Stock	11/10/2010	S <u>(1)</u>	1,200	D	\$ 53.95	18,416	D
Common Stock	11/10/2010	S <u>(1)</u>	367	D	\$ 53.96	18,049	D
Common Stock	11/10/2010	S(1)	1,559	D	\$ 53.97	16,490	D
Common Stock	11/10/2010	S(1)	241	D	\$ 53.98	16,249	D
Common Stock	11/10/2010	S(1)	700	D	\$ 53.99	15,549	D
Common Stock	11/10/2010	S(1)	4,000	D	\$ 54	11,549	D
Common Stock	11/10/2010	S <u>(1)</u>	600	D	\$ 54.01	10,949	D
Common Stock	11/10/2010	S(1)	1,800	D	\$ 54.02	9,149	D
Common Stock	11/11/2010	S(1)	100	D	\$ 54.03	9,049	D
Common Stock	11/10/2010	S(1)	400	D	\$ 54.04	8,649	D
Common Stock	11/10/2010	S <u>(1)</u>	200	D	\$ 54.05	8,449	D

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 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. Transactic Code (Instr. 8)	5. Number proof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	\$ 41.54	11/10/2010		M	7,539	01/22/2008(2)	01/22/2018		7,539

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Stock Common Stock Option (Right to Buy) Stock Option Common 5,176 02/27/2009(3) 02/27/2019 \$ 21.57 11/10/2010 M 5,176 (Right to Stock Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Cozzi Vincent M. 111 SOUTH WACKER DRIVE, SUITE 4800 CHICAGO, IL 60606

SVP Medical Office Properties

Signatures

Vincent M. Cozzi, By: T. Richard Riney, Attorney-In-Fact

11/12/2010

**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 November 10, 2010, 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 options were part of a previously reported grant of 7,539 on January 22, 2008, by the Issuer to the Reporting Person that vested in three equal installments on January 22, 2008, January 22, 2009 and January 22, 2010.
- (3) These options were part of a previously reported grant of 7,764 on February 27, 2009, by the Issuer to the Reporting Person that vests in three equal installments on February 27, 2009, February 27, 2010 and February 27, 2011.
- (4) Represents total number of unexercised stock options held by the Reporting Person as of November, 10, 2010.

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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