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| VENTAS IN | C | | | | | | | | | | | |
|---|--|---|---------------------------------|---|-------------|--|------------------------------------|--|---|--|---|--|
| Form 4 | | | | | | | | | | | | |
| October 17, 2 | 2011 | | | | | | | | | | | |
| FORM | | | CECUD | TATEC | . | | | | COMMERION | r | PPROVAL | |
| | Washington, D.C. 20549 | | | | | | | OMB Number: | 3235-0287 | | | |
| Check thi if no long | er | | | | | | | | | | January 31 | |
| subject to Section 10 Form 4 or | F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | | | Expires: 200 Estimated average burden hours per response 0. | | | | |
| Form 5 obligatior may conti <i>See</i> Instru 1(b). | $\frac{18}{\text{inue.}}$ Section 17(a | a) of the | | ility H | old | ing Com | ipany | Act o | ge Act of 1934, f 1935 or Sectio 40 | | | |
| (Print or Type R | Responses) | | | | | | | | | | | |
| THEOBALD THOMAS C Syn | | | Symbol | 2. Issuer Name and Ticker or Trading Symbol VENTAS INC [VTR] | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (N | fiddle) | 3. Date of Earliest Transaction | | | | (Check all applicable) | | | | | |
| | | | | Day/Year)X_ Director | | | | | e title10% Owner Other (specify below) | | | |
| Filed(Mon | | | | ndment, Date Original th/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 | | | |
| GREENWIC | CH,, CT 06830 | | | | | | | | Person | | eportung | |
| (City) | (State) | (Zip) | Table | e I - Noi | n-De | erivative S | Securi | ties Ac | quired, Disposed o | f, or Beneficia | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year) | | | actio 8) | 4. Securi nAcquired Disposed (Instr. 3, | d (A) o d of (D 4 and (A) |)) | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| G | | | | Code | v | Amount | or (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock | 10/13/2011 | | | G | V | 3,500 | D | \$0 | 16,949.449 | D | | |
| Common Stock | | | | | | | | | 3,000 <u>(1)</u> | Ι | By Trust | |
| Common Stock | | | | | | | | | 1,000 (2) (3) | I | By Child | |

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 (9-02) required to respond unless the form displays a currently valid OMB control

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number.

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) | 4. Transactic Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration D (Month/Day e | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | le and unt of rlying rities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|--|---|---------------------------------|--|-------|--|---|---|
| Reno | rting (| wners | 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 | | | |
| THEOBALD THOMAS C 8 SOUND SHORE DRIVE, SUITE 285 GREENWICH,, CT 06830 | Х | | | | | | |
| Signatures | | | | | | | |
| Thomas C. Theobald, By: T. Richard Rin Attorney-In-Fact | | 10/17/2011 | | | | | |
| **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) Reporting Person disclaims beneficial ownership of these 3,000 shares except to the extent of the Reporting Person's pecuniary interest in the shares.
- (2) Reporting Person disclaims beneficial ownership of these 1,000 shares except to the extent of the Reporting Person's pecuniary interest in the shares.
- (3) As of October 13, 2011, Reporting Person also owns options to purchase 35,000 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.