

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-08-12** | Period of Report: **2004-08-10**  
SEC Accession No. **0000740260-04-000145**

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### CAFARO DEBRA A

CIK: **1215188**

Type: **4** | Act: **34** | File No.: **333-107942** | Film No.: **04971306**

Business Address

*10350 ORMSBY PARK PLACE  
SUITE 300  
LOUISVILLE KY 40223  
5023579000*

### ISSUER

#### VENTAS INC

CIK: **740260** | IRS No.: **611055020** | State of Incorpor.: **DE** | Fiscal Year End: **1231**  
SIC: **6798** Real estate investment trusts

Mailing Address

*10350 ORMSBY PARK PLACE  
SUITE 300  
LOUISVILLE KY 40223*

Business Address

*10350 ORMSBY PARK PLACE  
SUITE 300  
LOUISVILLE KY 40223  
5023579000*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

|  |         |          |  |  |  |  |  |  |
|--|---------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person<br><b>CAFARO DEBRA A</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>VENTAS INC [VTR]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Chairman, President and CEO</b> |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>08/10/2004</b>  |  |  |  |  |  |
| 10350 ORMSBY PARK PLACE, SUITE 300                               |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                   |  |  | 6. Individual or Joint/Group Filing<br>(Check applicable line)<br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person  |  |  |
| (Street)   |         |          |  |  |  |  |  |  |
| 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) |            |       | 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) |  |
|---------------------------------|--------------------------------------|--|--------------------------------|---------|---|------------|-------|---|--|---|--|
|                                 |                                      |  | Code                           | V       | Amount  | (A) or (D) | Price |   |  |   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 500   | (3)        | D     | \$25.44   | 707,978  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 400   | (3)        | D     | \$25.47   | 707,578  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 200   | (3)        | D     | \$25.49   | 707,378  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 900   | (3)        | D     | \$25.56   | 706,478  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 100   | (3)        | D     | \$25.61   | 706,378  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 700   | (3)        | D     | \$25.63   | 705,678  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 2,500   | (3)        | D     | \$25.68   | 703,178  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 400   | (3)        | D     | \$25.45   | 702,778  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 100   | (3)        | D     | \$25.48   | 702,678  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 1,400   | (3)        | D     | \$25.55   | 701,278  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 100   | (3)        | D     | \$25.6  | 701,178  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 1,000   | (3)        | D     | \$25.62   | 700,178  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 600   | (3)        | D     | \$25.64   | 699,578  | D   |  |
| Common Stock                    | 08/10/2004                           |  | S                              | (1) (2) | 100   | (3)        | D     | \$25.7  | 699,478 (4)  | D   |  |

**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. Transaction Code (Instr. 8) |   | 5. Number of 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 Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|----------------------------|--|--|--|--|
|  |  |                                      |  | Code                           | V | (A)   | (D) | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |

**Explanation of Responses:**

- On August 10, 2004, 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.
- These shares are being sold pursuant to a written non-discretionary Rule 10b5-1(c) sales plan dated January 31, 2004.
- These shares represent the sale of previously reported restricted shares granted under the 2000 Incentive Compensation Plan on January 2, 2002 and January 13, 2003. The shares granted January 2, 2002, and January 13, 2003 vested in three equal annual installments beginning January 2, 2002 and January 13, 2003, respectively.
- Reporting Person also owns options to purchase 823,699 shares of Issuer's common stock.

**Signatures**

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

\*\* Signature of Reporting Person

08/12/2004

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**