

VENTAS INC  
Form 8-K  
May 17, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): May 16, 2007

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**VENTAS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

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**Delaware**  
(State or Other Jurisdiction

of Incorporation)

**1-10989**  
(Commission File Number)

**61-1055020**  
(IRS Employer

Identification No.)

**10350 Ormsby Park Place, Suite 300, Louisville, Kentucky**  
(Address of Principal Executive Offices)

**40223**  
(Zip Code)

Registrant's Telephone Number, Including Area Code: (502) 357-9000

**Not Applicable**

Former Name or Former Address, if Changed Since Last Report

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

## Edgar Filing: VENTAS INC - Form 8-K

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

At the Annual Meeting of Stockholders of Ventas, Inc. (the Company) held on May 16, 2007, stockholders voted to re-elect the following Board members to new one-year terms: Debra A. Cafaro, Douglas Crocker II, Ronald G. Geary, Jay M. Gellert, Christopher T. Hannon, Sheli Z. Rosenberg and Thomas C. Theobald. Stockholders also ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for 2007 and approved amendments to the Company's Certificate of Incorporation to increase the number of authorized shares of common stock from 180,000,000 to 300,000,000 and to include certain provisions limiting the constructive ownership of the Company's capital stock in order to provide further assurances for its continued compliance as a qualified real estate investment trust under U.S. federal income tax law.

The proposals approved by stockholders at the Annual Meeting are described more fully in the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission on April 23, 2007.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

VENTAS, INC.

Date: May 17, 2007

By: /s/ T. Richard Riney  
T. Richard Riney  
Executive Vice President, Chief Administrative Officer,  
General Counsel and Corporate Secretary