Cozzi Vincent M.
Form 4
November 12, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Cozzi Vincent M.

(Last) (First) (Middle)

111 SOUTH WACKER DRIVE, SUITE 4800

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
VENTAS INC [VTR]

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP Medical Office Properties

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	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	

Common Stock	11/10/2010		S[(1)]	1,200	D	$ 53.95	18,416	D
Common Stock	11/10/2010		S[(1)]	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[(1)]	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[(1)]	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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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 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

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

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.
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