

VENTAS INC  
Form 8-K  
February 13, 2015

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

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**FORM 8-K**

**CURRENT REPORT**

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

Date of Report (Date of Earliest Event Reported): **February 13, 2015**

**VENTAS, INC.**  
(Exact Name of Registrant as Specified in Its Charter)

|   |                             |   |
|---|-----------------------------|---|
| <b>Delaware</b>   | <b>1-10989</b>              | <b>61-1055020</b>                       |
| (State or Other Jurisdiction<br>of Incorporation)         | (Commission<br>File Number) | (IRS Employer<br>Identification<br>No.) |
| <b>353 N. Clark Street, Suite 3300, Chicago, Illinois</b> | <b>60654</b>                |   |
| (Address of Principal Executive Offices)                  | (Zip Code)                  |   |

Registrant's Telephone Number, Including Area Code: **(877) 483-6827**

**Not Applicable**  
Former Name or Former Address, if Changed Since Last Report

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:

- 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 2.02. Results of Operations and Financial Condition.**

On February 13, 2015, Ventas, Inc. (the “Company”) issued a press release announcing its results of operations for the quarter and year ended December 31, 2014. A copy of the press release is furnished herewith as Exhibit 99.1 and incorporated in this Item 2.02 by reference.

**Item 8.01. Other Events.**

On February 13, 2015, the Company also announced that its Board of Directors declared a prorated dividend in the amount of \$0.5793 per share, payable in cash on March 31, 2015 to stockholders of record on March 6, 2015. On January 27, 2015, the Company paid a prorated dividend in the amount of \$0.2107 to stockholders of record on January 15, 2015, in connection with the Company’s acquisition of American Realty Capital Healthcare Trust, Inc. Together, these two prorated dividends total to the Company’s regular quarterly dividend of \$0.79 per share and constitute the first quarterly installment of the Company’s 2015 annual dividend.

**Item 9.01. Financial Statements and Exhibits.**

(a) *Financial Statements of Businesses Acquired.*

Not applicable.

(b) *Pro Forma Financial Information.*

Not applicable.

(c) *Shell Company Transactions.*

Not applicable.

(d) *Exhibits:*

**Exhibit**

**Number Description**

99.1 Press release issued by the Company on February 13, 2015.

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**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: February 13, 2015 By: /s/ Kristen M. Benson  
Kristen M. Benson  
Senior Vice President, Associate  
General Counsel and Corporate  
Secretary

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**EXHIBIT INDEX**

**Exhibit**

**Number**      **Description**

99.1              Press release issued by the Company on February 13, 2015.