

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

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

NOVEMBER 17, 1998  
Date of Report  
(Date of earliest event reported)

VENTAS, INC.  
(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other  
jurisdiction of incorporation)

1-10989  
(Commission  
File Number)

61-1055020  
(IRS Employer  
Identification Number)

3300 Aegon Center  
400 West Market Street  
LOUISVILLE, KENTUCKY 40202  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (502) 596-7300

NOT APPLICABLE  
(Former name or former address, if changed since last report)

Item 5. OTHER EVENTS

A copy of the press release issued by the Company on November 17, 1998 is attached to this filing as Exhibit 99.1 and is incorporated herein by reference.

Item 7. FINANCIAL STATEMENTS and EXHIBITS

(c) Exhibits

Exhibit 99.1 - Press Release Dated November 17, 1998.

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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 hereunto duly authorized.

VENTAS, INC.

Date: November 19, 1998

By:/S/ THOMAS T. LADT  
Name: THOMAS T. LADT  
Title: PRESIDENT

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EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION	PAGE
99.1	Press Release dated November 17, 1998	5

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Tuesday November 17, 6:11 pm Eastern Time

Company Press Release

Thomas T. Ladt Named Chief Executive Officer of Ventas

LOUISVILLE, Ky.-Nov. 17, 1998-The Board of Directors for Ventas, Inc. (NYSE: VTR) today announced that Thomas T. Ladt, President of Ventas, will become Chief Executive Officer effective January 1, 1999.

Ladt will replace Bruce Lunsford, who is currently Chairman and Chief Executive Officer of Ventas. Lunsford will remain Chairman of Ventas. "Tom Ladt is the ideal choice to become CEO since he has served as President of Ventas from its inception," said Lunsford. "This will allow me more time to focus my day-to-day energies on Vencor."

In addition, Douglas Crocker II, who is President, Chief Executive Officer and member of the Board of Trustees for Equity Residential Properties Trust (NYSE: EQR), the largest multifamily real estate investment trust in the nation, has been appointed to the Executive Committee of Ventas and Chairman of the Independent Board Committee for Ventas.

Ventas management also reaffirmed its plans to become a real estate investment trust (REIT) effective January 1, 1999. The company expects to pay out approximately 80 percent of its funds from operations (FFO) as dividends to shareholders beginning in February of 1999, with subsequent distributions in May, August and November of 1999. Barring any unforeseen events, Ventas expects to meet analysts' FFO projections for 1999 of \$1.94 - - \$2.00 per common share.

Ventas, Inc. is a real estate company that owns 219 nursing centers, 46 hospitals and 8 personal care facilities in 36 states.

The statements in this press release regarding expected 1999 FFO amount and pay-out ratio are forward looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 and the realization of the expected 1999 FFO amount and pay-out ratio is subject to numerous uncertainties. Ventas receives substantially all of its revenue in the form of lease payments from subsidiaries of Vencor, Inc., a long-term care hospital, nursing home and ancillary service provider. Any event that adversely affects Vencor's ability to satisfy its obligations to Ventas is likely to adversely affect Ventas' ability to meet present expectations both as to FFO amount and pay-out ratio. Vencor is subject to numerous uncertainties inherent to the healthcare business, including changes in law and regulation or the application thereof, competitive pressures and other factors set forth in Vencor's filings with the Securities and Exchange Commission. Ventas also is subject to other factors that could adversely affect its FFO expectations, including, but not limited to, interest rate levels, level of administrative expenses, its ability to refinance its indebtedness when it becomes

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due at interest rates equal to or lower than the interest rates under its current credit agreement, and availability of investment opportunities.

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Contact:

Ventas, Inc., Louisville  
Steven T. Downey, 502/596-2100

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