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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

2010

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation

VENTAS CHARITABLE FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

10350 ORMSBY PARK PLACE

Room/suite

300

City or town, state, and ZIP code

LOUISVILLE, KY 40223

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c),
line 16) \$ 1,745,895J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

20-3959500

B Telephone number (see page 10 of the instructions)

502-357-9000

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated under
section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

Part I

Analysis of Revenue and Expenses (The total of
amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see page 11 of the instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	37,244	37,244		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	20,650			
	b	Gross sales price for all assets on line 6a 256,608				
	7	Capital gain net income (from Part IV, line 2)		18,927		
	8	Net short-term capital gain			1,723	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	57,894	56,171	1,723	
	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	9,212	8,131	1,081	
	24	Total operating and administrative expenses. Add lines 13 through 23	9,212	8,131	1,081	0
	25	Contributions, gifts, grants paid	125,940			125,940
	26	Total expenses and disbursements. Add lines 24 and 25	135,152	8,131	1,081	125,940
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	(77,258)			
	b	Net investment income (if negative, enter -0-)		48,040		
	c	Adjusted net income (if negative, enter -0-)			642	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	2,464		
	2 Savings and temporary cash investments	15,551	11,276	11,276
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,670,686	1,600,167	1,734,619
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,688,701	1,611,443	1,745,895	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,688,701	1,611,443	
	30 Total net assets or fund balances (see page 17 of the instructions)	1,688,701	1,611,443	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,688,701	1,611,443	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,688,701
2 Enter amount from Part I, line 27a	2	(77,258)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,611,443
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,611,443

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE - LTCG	P	VARIOUS	VARIOUS
b SEE ATTACHED SCHEDULE - STCG	P	VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 237,837		218,910	18,927
b 18,771		17,048	1,723
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,927
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	1,723

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	101,465	1,483,309	0.0684
2008	86,411	1,833,250	0.0471
2007	116,896	2,095,771	0.0558
2006	97,956	1,924,726	0.0509
2005		492,500	0.0000

2 Total of line 1, column (d)	2	0.2222
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.04444
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,644,612
5 Multiply line 4 by line 3	5	73,087
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	480
7 Add lines 5 and 6	7	73,567
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	8	125,940

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1		480
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3		480
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		480
6	Credits/Payments.			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a		35
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		35
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		445
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax Refunded	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <u>KENTUCKY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► FOUNDATION OFFICIALS Telephone no. ► 502-357-9000 Located at ► FOUNDATION ADDRESS ZIP+4 ► 40223			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED		NONE	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐ **NONE**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,655,929
b	Average of monthly cash balances	1b	13,728
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,669,657
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,669,657
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	25,045
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,644,612
6	Minimum investment return. Enter 5% of line 5	6	82,231

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	82,231
2a	Tax on investment income for 2010 from Part VI, line 5	2a	480
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	480
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	81,751
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	81,751
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	81,751

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	125,940
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	125,940
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	480
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	125,460

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				81,751
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				9,155
d From 2008				
e From 2009				27,770
f Total of lines 3a through e	36,925			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 125,940				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				81,751
e Remaining amount distributed out of corpus	44,189			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	81,114			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	81,114			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				9,155
c Excess from 2008				
d Excess from 2009				27,770
e Excess from 2010				44,189

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHED SCHEDULE				125,940
Total ▶ 3a				125,940
b <i>Approved for future payment</i> NONE				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.					Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount				
1	Program service revenue:								
a	_____								
b	_____								
c	_____								
d	_____								
e	_____								
f	_____								
g	Fees and contracts from government agencies								
2	Membership dues and assessments								
3	Interest on savings and temporary cash investments								
4	Dividends and interest from securities			14	37,244				
5	Net rental income or (loss) from real estate:								
a	Debt-financed property								
b	Not debt-financed property								
6	Net rental income or (loss) from personal property								
7	Other investment income								
8	Gain or (loss) from sales of assets other than inventory			18	18,927				
9	Net income or (loss) from special events								
10	Gross profit or (loss) from sales of inventory								
11	Other revenue: a _____								
b	_____								
c	_____								
d	_____								
e	_____								
12	Subtotal. Add columns (b), (d), and (e)		0		56,171		0		
13	Total. Add line 12, columns (b), (d), and (e)				13		56,171		

(See worksheet in line 13 instructions on page 29 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If “Yes,” complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

**Sign
Here**

B. T. Wood
Signature of officer or trustee

Date 5/13/2011

TREASURER
Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN	
------	--

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

Ventas Charitable Foundation, Inc.

EIN: 20-3959500

For Tax Year Ended December 31, 2010

Part I, Line 23, Other Expenses.

	(a) Revenue and Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Advisory Fees	\$ 8,040.00	\$ 8,040.00	
Foreign Tax Withholdings	91.00	91.00	
Insurance Payment	1,081.00		1,081.00
Total Other Expenses	\$ 9,212.00	\$ 8,131.00	\$ 1,081.00

Ventas Charitable Foundation, Inc.

EIN: 20-3959500

For Tax Year Ended December 31, 2010

Part II, Balance Sheet, Line 10b, Investments:

1,515 shares Activision Blizzard Inc.	\$ 10,007
670 shares Adobe Systems Inc.	24,445
350 shares Affiliated Managers Group, Inc.	16,121
490 shares AFLAC Inc.	21,690
480 shares Bed Bath & Beyond Inc.	16,008
1050 shares Carefusion Corp	26,387
1010 shares Carmax Inc.	20,404
1520 shares Cisco Systems Inc.	43,080
200 shares Colgate Palmolive Co	15,403
950 shares Danaher Corp.	33,421
315 shares of Devry Inc-Del	13,945
430 shares Dolby Laboratories Inc. CL A	9,176
600 shares Expeditors Int'l of Washington Inc.	24,589
450 shares Express Scripts Inc Common	7,724
425 shares Exxon Mobil Corp	19,457
725 shares Fastenal Co.	26,260
575 shares Hewlett Packard Co	20,875
580 shares IDEXX Laboratories Corp.	26,840
455 shares IHS Inc.	21,420
600 shares JPMorgan Chase & Co.	25,026
1290 shares Knight Transportation Inc.	21,897
455 shares Nuvasive Inc Common Stock	16,427
380 shares Pepsico Inc.	23,738
210 shares Praxair Inc.	16,283
720 share of Qualcomm Inc.	31,953
910 shares Resmed Inc.	20,297
530 shares Rockwell Collins Inc.	30,599
565 shares Scansource Inc.	16,997
540 shares Scotts Miracle Gro Co	24,157
540 shares Silicon Laboratories Inc	26,397
100 shares Strayer Education Inc.	16,347
400 shares Target Corp.	19,124
300 shares Schlumberger Ltd.	18,501
870 shares Suncor Energy Inc.	35,668
570 shares TEVA Pharmaceutical Industries LTD-ADR	20,053
16171.47 shares William Blair Funds Int'l Growth Fund Class I	444,553
39526.41 shares William Blair Funds Bond Fund Class I	394,899
	<hr/>
Total Investments	<u><u>\$ 1,600,167</u></u>

Ventas Charitable Foundation, Inc.
EIN: 20-3959500
For Tax Year Ended December 31, 2010

Part IV - Capital Gains and Losses

	How Acquired	Date Acquired	Date Sold	Sales Price	Cost Basis	Gain/(Loss)
KNIGHT TRANSPORTATION, INC	P	11/30/2006	3/25/2010	10,082 48	8,791 20	1,291 28
CISCO SYSTEMS INC	P	11/8/2007	3/25/2010	9,313 38	10,426 50	(1,113 12)
DEVRY INC	P	5/11/2009	3/25/2010	4,645 84	3,098 87	1,546 97
STRAYER EDUCATION INC	P	3/18/2009	3/25/2010	4,845 73	3,269 33	1,576 40
DOLBY LABORATORIES INC	P	9/26/2008	3/25/2010	23,201 39	14,201 66	8,999 73
AFLAC INC	P	11/30/2006	3/25/2010	10,772	8,867	1,905
WESTERN UNION CO	P	11/6/2008	3/25/2010	8,545	7,409	1,137
DOLBY LABORATORIES INC	P	8/28/2006	5/27/2010	3,303 45	1,067 00	2,236 45
STRYKER CORP	P	8/28/2006	5/27/2010	17,263 70	15,518 75	1,744 95
DOLBY LABORATORIES INC	P	9/26/2008	5/27/2010	3,303 45	1,820 72	1,482 73
DOLBY LABORATORIES INC	P	11/30/2006	5/27/2010	4,294 48	1,855 55	2,438 93
IRON MOUNTAIN INC	P	8/28/2006	6/16/2010	18,642 57	20,119 00	(1,476 43)
IRON MOUNTAIN INC	P	11/30/2006	6/16/2010	869 99	1,005 20	(135 21)
TRACTOR SUPPLY COMPANY	P	1/28/2008	6/30/2010	19,182 47	10,314 63	8,867 84
IDEXX LABORATORIES INC	P	6/26/2008	6/30/2010	6,189 89	5,108 67	1,081 22
IDEXX LABORATORIES INC	P	6/27/2008	6/30/2010	3,713 94	3,057 92	656 02
ACTIVISION BLIZZARD INC	P	8/28/2006	6/30/2010	480 59	297 23	183 36
ACTIVISION BLIZZARD INC	P	11/30/2006	6/30/2010	5,873 90	4,705 17	1,168 73
EXXON MOBILE CORP	P	3/18/2009	7/12/2010	49 72	40 29	9 43
WALGREEN CO	P	11/30/2006	8/12/2010	15,456 42	22,577 40	(7,120 98)
WILLIAM BLAIR BOND FUND	P	3/17/2010	8/17/2010	1,774 46	1,729 85	44 61
WILLIAM BLAIR BOND FUND	P	4/16/2010	8/17/2010	1,824 53	1,780 36	44 17
WILLIAM BLAIR BOND FUND	P	5/1/2007	8/17/2010	38,894 70	36,214 81	2,679 89
WILLIAM BLAIR BOND FUND	P	5/18/2010	8/17/2010	1,984 01	1,947 07	36 94
WILLIAM BLAIR BOND FUND	P	6/17/2010	8/17/2010	1,782 46	1,740 97	41 49
WILLIAM BLAIR BOND FUND	P	7/16/2009	8/17/2010	1,960 82	1,829 37	131 45
WILLIAM BLAIR BOND FUND	P	7/19/2010	8/17/2010	1,778 99	1,760 77	18 22
VESTAS WIND SYSTEMS	P	5/14/2009	9/2/2010	3,151 90	6,099 30	(2,947 40)
VESTAS WIND SYSTEMS	P	5/15/2009	9/2/2010	6,894 00	13,177 59	(6,283 59)
VESTAS WIND SYSTEMS	P	5/15/2009	9/3/2010	1,656 31	3,120 38	(1,464 07)
WILLIAM BLAIR BOND FUND	P	8/18/2009	11/18/2010	1,358 20	1,286 18	72 02
WILLIAM BLAIR BOND FUND	P	8/19/2010	11/18/2010	1,828 27	1,826 57	1 70
WILLIAM BLAIR BOND FUND	P	9/16/2009	11/18/2010	1,782 30	1,702 71	79 59
WILLIAM BLAIR BOND FUND	P	9/20/2010	11/18/2010	1,546 83	1,541 07	5 76
WILLIAM BLAIR BOND FUND	P	10/16/2009	11/18/2010	1,878 52	1,803 38	75 14
WILLIAM BLAIR BOND FUND	P	10/19/2010	11/18/2010	1,605 89	1,622 32	(16 43)
*WILLIAM BLAIR BOND FUND	P	N/A	12/16/2010	1,065 27	N/A	1,065 27
AFFILIATED MANAGERS GROUP	P	1/28/2008	12/20/2010	5,918 30	5,722 80	195 50
AFFILIATED MANAGERS GROUP	P	8/28/2006	12/20/2010	7,891 06	7,500 80	390 26
				<u>256,607 97</u>	<u>235,957 67</u>	<u>20,650 30</u>
Total Long-Term Cap Gains				237,837	218,910	18,927
Total Short-Term Cap Gains				<u>18,771</u>	<u>17,048</u>	<u>1,723</u>
Total				<u>256,607 97</u>	<u>235,957 67</u>	<u>20,650 30</u>

* Capital Gain Distribution

Ventas Charitable Foundation, Inc.
EIN: 20-3959500
For Tax Year Ended December 31, 20010

Part VIII, Line 1, List of all Officers, Directors, Trustess, Foundation Managers

Name and address	Title, and average hours per week	Compensation	Contributions to employee benefit & deferred compensation	Expense account, other allowances
Richard A Schweinhart Louisville, KY 40223	President/Director Part-time	None	None	None
Kristen M. Benson Chicago, IL 60606	Secretary/Director Part-time	None	None	None
Brian K Wood Louisville, KY 40223	Treasurer/Director Part-time	None	None	None
Dana J. Baker Louisville, KY 40223	Assistant Secretary Part-time	None	None	None
Caron Curley Chicago, IL 60606	Assistant Secretary Part-time	None	None	None

**VENTAS CHARITABLE FOUNDATION, INC.
FOR YEAR ENDED DECEMBER 31, 2010**

Part XV, Line 3a, Grants and Contributions Paid	Date of Contribution	Foundation Status	Purpose	Amount
21st Century Parks 471 W. Main Street, Suite # 202 Louisville, KY 40202	8/24/2010	509(a)(1)	General	10,000.00
Alternatives, Inc. 4730 North Sheridan Road Chicago, Illinois 60640	4/29/2010	509(a)(1)	General	7,500.00
Alzheimers Association 5900 Wilshire Blvd. Suite # 1100 Los Angeles, CA 90036-5036	11/23/2010	509(a)(1)	General	1,000.00
American Red Cross P.O Box 97089 Washington, DC 2009-7089	1/26/2010	509(a)(1)	General	2,000.00
Best Buddies 1151 S. Fourth Street Louisville, KY 40203	8/24/2010	509(a)(1)	General	2,000.00
Challenged Athletes Foundation P.O. Box 910769 San Diego, CA 92121	7/9/2010	509(a)(1)	General	1,000 00
Chicago Cares 300 West Adams Street, Suite #300 Chicago, IL 60606	7/19/2010	509(a)(1)	General	10,000.00
Cystic Fibrosis Foundation 6931 Arlington Road, Suite #312 Bethesda, MD 20814	6/2/2010	509(a)(1)	General	22,400.00
Chicago Public Education Fund 200 W. Adams Suite #2150 Chicago, IL 60606	12/23/2010	509(a)(1)	General	10,000.00
Daniel Murphy Scholarship Fund 228 South Wabash, Suite #600 Chicago, IL 60604	8/20/2010	509(a)(1)	General	8,000.00
ENVISION (formerly CARC) 8 S. Michigan Avenue, Suite 1700 Chicago, IL 60603	11/23/2010	509(a)(1)	General	6,958.00
Four Corners Global Outreach 5801 W Plano Parkway Plano, TX 75093	9/15/2010	509(a)(1)	General	10,000.00

Fund for the Arts 623 West Main Street Louisville, KY 40202	8/24/2010	509(a)(1)	General	2,000.00
High Jump 59 W. North Blvd. Chicago, IL 60601	6/9/2010	509(a)(1)	General	3,992.00
Home of the Innocents 1100 East Market Street Louisville, KY 40206	8/24/2010	509(a)(1)	General	2,000.00
Louisville Junior Achievement 1401 W. Muhammad Ali Blvd Louisville, KY 40203	8/24/2010	509(a)(1)	General	1,000 00
Louisville Zoo PO Box 37250 Louisville, KY 40233	8/24/2010	509(a)(1)	General	2,000.00
Make A Wish Foundation 9502 Williamsburg Plaza Suite #100 Louisville, KY 40222	8/24/2010	509(a)(1)	General	12,000.00
Memorial Health System Foundation 1519 E. Boulder Street Colorado Springs, CO 80919	5/3/2010	509(a)(1)	General	1,540 00
St. John Center for the Homeless 700 East Muhammed Ali Blvd. Louisville, KY 40202	8/24/2010	509(a)(1)	General	2,000 00
Steward's Staff PO Box 197871 Louisville, KY 40259	8/24/2010	509(a)(1)	General	2,000.00
Supporting Heroes 218 Sage Road Louisville, KY 40207	8/24/2010	509(a)(1)	General	2,000.00
University of Louisville Development 360 North Michigan Ave. Suite # 800 Chicago, IL 60601	8/24/2010	509(a)(1)	General	2,000.00
YWCA Metropolitan Chicago 360 North Michigan Ave Suite # 800 Chicago, IL 60601	10/25/2010	509(a)(1)	General	2,550.00

Total 2010 Contributions

\$ 125,940.00