

EXCELLENCE. SUSTAINED.

INVESTOR PRESENTATION

MARCH 2018



VENTAS®

FORWARD-LOOKING STATEMENTS

This presentation contains “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements include, among others, statements of expectations, beliefs, future plans and strategies, anticipated results from operations and developments and other matters that are not historical facts. The forward-looking statements are based on management’s beliefs as well as on a number of assumptions concerning future events. Readers of these materials are cautioned not to put undue reliance on these forward-looking statements, which are not a guarantee of performance and are subject to a number of uncertainties and other factors that could cause actual events or results to differ materially from those expressed or implied by the forward-looking statements. The most important factors that could prevent the Company from achieving its stated goals include, but are not limited to: (a) the ability and willingness of the Company’s tenants, operators, borrowers, managers and other third parties to satisfy their obligations under their respective contractual arrangements with the Company, including, in some cases, their obligations to indemnify, defend and hold the Company harmless from and against various claims, litigation and liabilities; (b) the ability of the Company’s tenants, operators, borrowers and managers to maintain the financial strength and liquidity necessary to satisfy their respective obligations and liabilities to third parties, including without limitation obligations under their existing credit facilities and other indebtedness; (c) the Company’s success in implementing its business strategy and the Company’s ability to identify, underwrite, finance, consummate and integrate diversifying acquisitions and investments, including investments in different asset types and outside the United States; (d) macroeconomic conditions such as a disruption of or a lack of access to the capital markets, changes in the debt rating on U.S. government securities, default or delay in payment by the United States of its obligations, and changes in the federal or state budgets resulting in the reduction or nonpayment of Medicare or Medicaid reimbursement rates; (e) the nature and extent of future competition, including new construction in the markets in which the Company’s seniors housing communities and medical office buildings are located; (f) the extent and effect of future or pending healthcare reform and regulation, including cost containment measures and changes in reimbursement policies, procedures and rates; (g) increases in the Company’s borrowing costs as a result of changes in interest rates and other factors; (h) the ability of the Company’s tenants, operators and managers, as applicable, to comply with laws, rules and regulations in the operation of the Company’s properties, to deliver high-quality services, to attract and retain qualified personnel and to attract residents and patients; (i) the Company’s ability and willingness to maintain its qualification as a REIT in light of economic, market, legal, tax and other considerations; (j) the ability and willingness of the Company’s tenants to renew their leases with the Company upon expiration of the leases, the Company’s ability to reposition its properties on the same or better terms in the event of nonrenewal or in the event the Company exercises its right to replace an existing tenant or manager, and obligations, including indemnification obligations, the Company may incur in connection with the replacement of an existing tenant or manager; (k) consolidation activity in the seniors housing and healthcare industries resulting in a change of control of, or a competitor’s investment in, one or more of the Company’s tenants, operators, borrowers or managers or significant changes in the senior management of the Company’s tenants, operators, borrowers or managers; and (l) the other factors set forth in the Company’s periodic filings with the Securities and Exchange Commission.

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VENTAS INTRODUCTION

EXCELLENCE. SUSTAINED.



VENTAS INVESTMENT THESIS

EXCELLENCE. SUSTAINED.

We are the premier provider of capital to leading senior living and healthcare operators and research institutions

Ventas is positioned at the intersection of two large and dynamic markets: healthcare and real estate

- Near-term demand tailwind of a large and growing senior population
- \$1T, fragmented real estate market ripe for investment

The Ventas Advantage – our superior People, Properties and Platforms – has delivered sustained excellence through cycles for two decades

As the leader in our space, we are positioned to continue our long track record of excellence

- High-quality diversified portfolio of >1,200 properties
- Partnerships with leading operators across asset classes
- Outstanding balance sheet and financial strength
- Proven, consistent strategy
- Outstanding cohesive team

LONG-TERM SUSTAINED EXCELLENCE

Annual Norm. FFO / Sh Growth since 2001¹ 10%	Annual Dividend / Sh Growth since 2001¹ 8%	TSR CAGR Since 12/31/1999² >22%
Private Pay Revenues³ 94%	Credit Rating BBB+	2017 Dispositions³ >\$900M With >\$700M in Gains
Leading S&P 500 Company³ ~\$30B Enterprise Value	Net Debt to EBITDA³ 5.7x	Diversified Portfolio³ >1,200 Assets

1. Source: Company financials. FFO growth based on arithmetic average of annual growth rates from the 2001–2017 period. FFO average utilizes 2015 and 2016 Comparable normalized FFO / share growth rates of 9% per the Company's Q4 and full year 2015 earnings release and 5% per the Company's Q4 and full year 2016 press release, respectively. Dividend growth represents annual cash dividends paid per share from the 2001–2017 period, excluding special dividends or share distributions to shareholders.

2. Total shareholder return represents compound annual growth rate through 03/02/2018.

3. Data per Q4 2017 filings, press release, supplemental and earnings conference call dated 02/09/2018.

OUTSTANDING EXECUTION IN 2017¹

- ✓ **High End of Guidance** - Norm. FFO/Sh **\$4.16** (**1% growth**) and **2.5%** Same-Store Cash NOI Growth
- ✓ **>\$900M** Profitable Dispositions, **>\$700M** Gains on Sale
 - **7%** Premium Value **SNF Disposition**
- ✓ **\$1.8B** of Investments and New Development & Redevelopment Project Commitments Including **37% Expansion** of **University-Based Life Science**
- ✓ **Focused Partnerships with Leading Platforms**
- ✓ **Enhanced Financial Strength**
 - **5.7x** Net Debt / EBITDA
- ✓ **Productive, tenured and cohesive team**

2018 GUIDANCE¹

Realize gains from successful capital allocation, invest in future growth and further enhance our financial strength and flexibility



Continued Positive Same-Store Cash NOI Growth of **0.5%-2%** from our **Balanced, Diversified Portfolio**



\$425M Investment in Future Growth through Attractive Development / Redevelopment Opportunities (Principally **Life Science + MOB**)



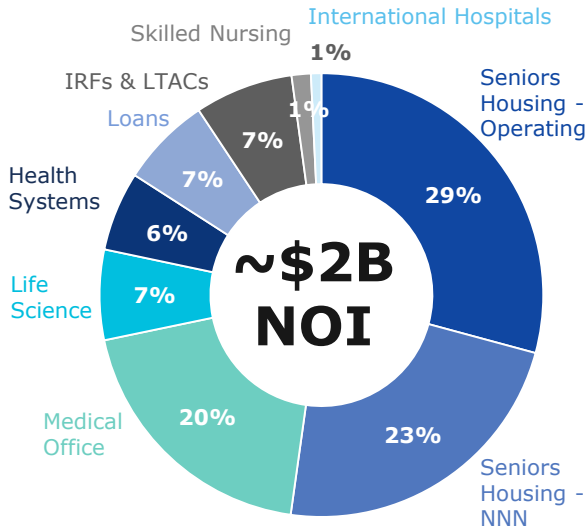
\$1B Debt Refinanced with Longer-Dated Maturities



\$1.5B Disposition Proceeds and Loan Repayments for Debt Reduction

2018(E) \$3.95-\$4.05 Normalized FFO/Sh, 5.5x Net Debt/EBITDA with Excellent Positioning to Maintain Leading Market Position

INDUSTRY LEADING ENTERPRISE



- **Leading Portfolio Balance and Mix¹**
 - **26%** Institutional Life Science + MOB
 - **38%** NNN
 - **29%** SHOP
 - **Only 1%** SNFs
- **Participating Across all Verticals**
- **Top Operating Partners**
- **Best-in-Class Platforms**

OUR WINNING STRATEGIC FORMULA



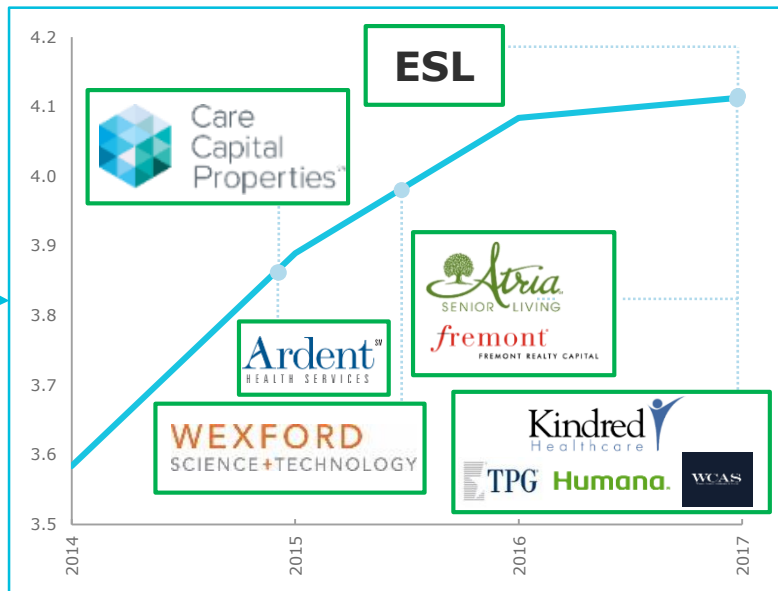
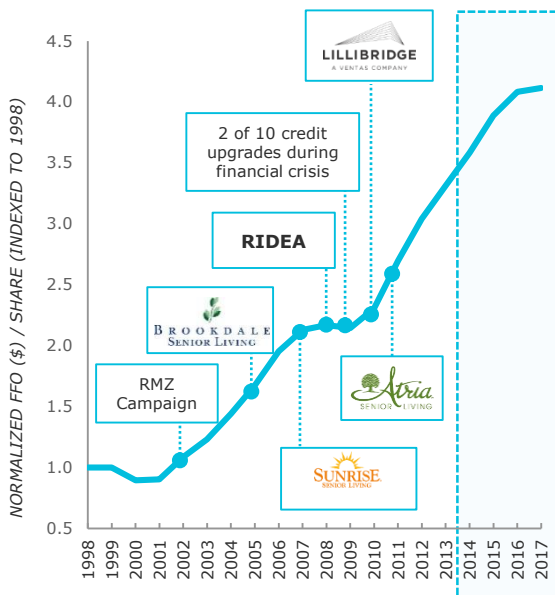
Ensuring Excellent, Superior Performance for Two Decades

20/20 FORESIGHT FOR 20 YEARS

CONSISTENT TRACK RECORD AS THE LEADING REIT

Foresight, Early Execution and Outperformance

Solidify Winning Position



FORESIGHT AND INNOVATION: EARLY, VALUE ENHANCING SNF EXIT

VTR Skilled Nursing Exit

SNF Spins + Sales¹

\$4.9B

Yield on Sale (Cumulative)²

~7.3%

Timing

2015-17

Gains on Sales

>\$650M

Rent Cuts to Facilitate Sales

\$0

Q4'17 SNF Exposure (Incl. Loans)³

1%

Prescient, Value-Enhancing SNF Exit at Above-Market Pricing

Superior Capital Stewardship

Jefferies

"We remain impressed with [VTR] management's ability to keep finding unique ways to drive shareholder value..." (08/21/2017)

MIZUHO

"We see VTR's spin of CCP being early and forward-thinking..." (06/13/2016)

MORNINGSTAR

"We think investors will continue to benefit from Ventas' exemplary stewardship..." (05/19/2017)

1. Represents CCP Spin + 2017 Kindred SNF sales.

2. Includes ~\$4.2B EV CCP spin at ~7.3% yield based on annualized cash NOI at the time of spin, and \$700M Kindred SNF sale at 7.2% cash yield.

3. Based on the Company's Q4 2017 supplemental disclosure.

VALUE CREATING MACRO BETS WITH EXPERT TIMING: MOB AND LIFE SCIENCE PLATFORMS

VTR MOB Portfolio: Superior Value Creation

VTR

Portfolio Sq. Ft

>19M

7-Year Inv. Growth

7x

% A+ Top 5 Tenants¹

100%

Yield on Investment²

7.4%

Market Cap Rates

4.5%-5%

30+ Year
Experienced MOB
Platform



Affiliations with Leading
Health Systems



Adjacent University Life Science Opportunity

VTR

Portfolio Sq. Ft

5.5M

~1-Year Inv. Growth³

37%

% Excellent Credit⁴

74%

Yield on Investment²

6.9%

Market Cap Rates

~5%

Leading
University Life
Science Developer



Affiliations with Top
Research Institutions



Source: Company 10-Ks and financial disclosures, unless otherwise noted.

1. Based on company Q4 2017 supplemental disclosure. Represents A+ or better rated tenants.

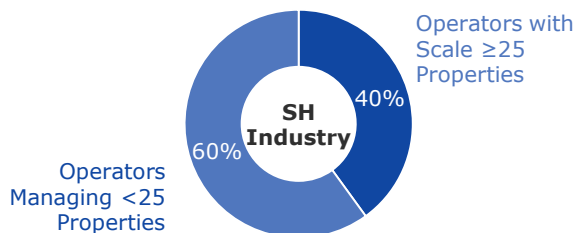
2. Yield based on Q4 2017 annualized NOI, divided by Ventas investment as reflected in the Company's Q4 2017 supplemental disclosure.

3. Based on invested and committed capital as of year-end 2017.

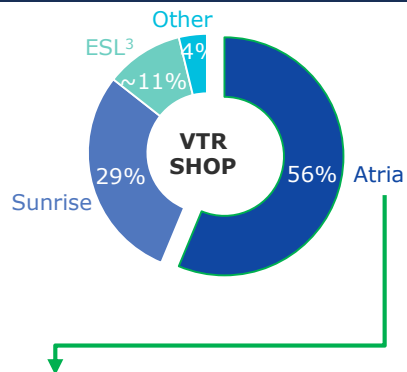
4. Company data. Excellent credit defined as universities with average Aa2 credit rating, investment grade companies and companies with \$1B or greater market capitalization.

BUILDING WINNING PLATFORMS: ATRIA SENIOR LIVING

In a Highly Fragmented Seniors Housing Industry¹...



...Scaling with Leaders Drives Value^{2,3}



Successful \$6B Investment with Atria Senior Living: **~2x Growth Since 2011**

VTR Aligned Interest with Atria: **34% OpCo Ownership + 2 Board Seats**

VTR + Atria Winning Position Validated by Smart Equity Investment: **Fremont Realty Capital 33% OpCo Investment**

— Immense Interest from Smart Equity in Superior Platforms

Significant Value Creation through Early Scaling of Leading Platform

1. Source: ASHA 2017 top seniors housing operators.
 2. Based on the Company's Q4 2017 supplemental disclosure.
 3. Based on annualized pro forma ESL 2018 NOI, at 100% share.

BUILDING WINNING PLATFORMS: ESL

Established New Leading Seniors Housing Platform

- ✓ Identified opportunity to partner with **industry veteran Kai Hsiao** and establish **new seniors housing operating platform (ESL)**
 - High-quality seniors housing operators a **scarce asset**
- ✓ **Smoothly transitioned 76 assets** in January 2018
 - ESL corporate now **100% staffed**
 - **Positive ESL leadership conference kickoff**
- ✓ **Occupancy gain in February under ESL leadership**
- ✓ **Scalable platform provides strategic value**



VENTAS®

ESL

Positioned for Growth and Upside



- ✓ **Results-driven** management team positioned to drive operational upside
 - Leverage **operational expertise + best practices, strong systems** and **marketing**
- ✓ Portfolio positioned to **benefit from future senior demand growth**
 - **Strategically located** in markets with demographics better than or in-line with U.S. averages

Strategic Value of Partnership with New Leading Seniors Housing Operating Platform

SUPPORTING WINNING PARTNERS: KINDRED

Formula for a Winning Operator Partnership



- Long-Term Strategic Alignment ✓
- Excellent Foresight + Contracts ✓
- Winning Platform ✓
- Leading Operator Positioned for Continued Success ✓

Multiple Significant KIND Re-Leasing and Other Transactions

VTR-Facilitated KIND SNF Exit

Smart Capital Backing VTR's Customers

Focused Operator with Significantly Enhanced Balance Sheet

Long-Term Evolution of Business Strategy

KIND Enhanced Strategic Focus & Optionality

Significant Equity Investment from Public (Humana) + Private (TPG, Welsh Carson) Capital

Leading Platform to Drive Strategy and Provide Above Market Growth

Knowledge, Expertise, Relationships and Contracts to Support Winning Partners

BUILDING WINNING PLATFORMS: ARDENT

Ardent OpCo Operations

2015 (at VTR Acquisition)

Current

Hospitals	15	31
Annual Revenues	\$2B	\$4B
States	3	7
Avg. Market Share	~35%	~40%
Rank – For Profit Private Hospitals	Top 10	#3

ArdentSM
HEALTH SERVICES

EQUITY
GROUP
INVESTMENTS

VENTAS[®]

- High-quality platform for success – **smart, experienced capital investors, significant equity inflows from EGI**
- Scaled Ardent by **~2x to a leading \$4B revenues** private, for-profit system
 - **~40%** average market share
- **Closed acquisition of East Texas Medical Center** in partnership with the **University of Texas System**
- **Continued exceptional performance** (favorable to leading public systems)
- **Ardent recapitalization** – including repayment of VTR's \$700M secured loan that funded Ardent's LHP acquisition – reflects platform success and **growth potential**

PROACTIVE FINANCIAL STRATEGY

Outstanding Financial Strength and Liquidity¹

Metric	Q3 2015 (Post-CCP Spin)	Q4 2017
Net Debt/Ann. EBITDA	6.1x	5.7x
Fixed Charge Coverage	4.4x	4.6x
Total Indebtedness/GAV	42%	38%
Secured Debt/GAV	8%	5%
Total Revolving Credit Facilities	\$2B	\$3.4B
Credit Rating	BBB+/Baa1	BBB+/Baa1

2018 Guidance Enhances Financial Strength²

\$1.5B Dispositions +
Proceeds Earmarked for
Debt Retirement



\$1B Debt Refinancing
with Longer-Dated
Maturities

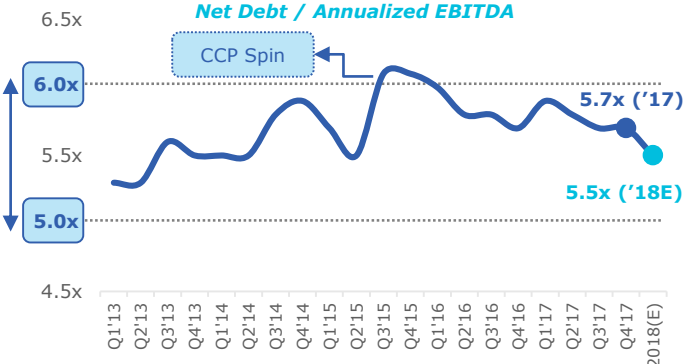
✓ **5.5x** 2018(E) net debt / ann. EBITDA (from 5.7x at year end 2017)

✓ **Extended maturities**

✓ **Well-staggered maturity schedule**

Continuing Long-Term Trend of Financial Strength in 2018³

Net Debt / Annualized EBITDA



Key Highlights

- **Outstanding enhancement of financial strength** since CCP spin
 - **Further enhancement** through 2018 capital recycling and refinancing
- **Successful \$650M 4% 10-year note issuance + concurrent tender** of >\$500M notes maturing 2019 in February 2018
- **Strong 2018 positioning with dry powder** while market adjusts to the changing rate environment

1. Data per the Company's Q4 2017 and Q3 2015 supplemental and financial disclosures.
 2. Data per Q4 2017 press release, supplemental, and earnings conference call dated 02/09/2018.
 3. Historical net debt / annualized EBITDA from the Company's quarterly supplemental presentations.

WINNING COMPETITIVE EDGE: VTR TEAM



CEO Tenure	19 Years
CEO Tenure TSR ¹	2,341%
Proxy Group Tenure ²	11 Years
Awards, Recognition, and Industry Leadership <div>       </div>	Financial Performance Ranked 32/900 Globally
	4x "Top 100 Best Performing CEOs"
	2018 "Most Admired" Company (Only HC REIT) ³
	4x CEO "100 Most Influential People in Healthcare"
	GRESB #1 Healthcare REIT in 2017 ESG Assessment
	"Winning Company" in 2020 Women on Boards Gender Diversity Index
	CEO Chair Elect Real Estate Roundtable (First Female)
	2017 "Leader in the Light"

"Ventas's top-notch team, led by CEO Debra Cafaro, has a long history of strong total returns through solid capital allocation and staying ahead of the curve." – Green Street

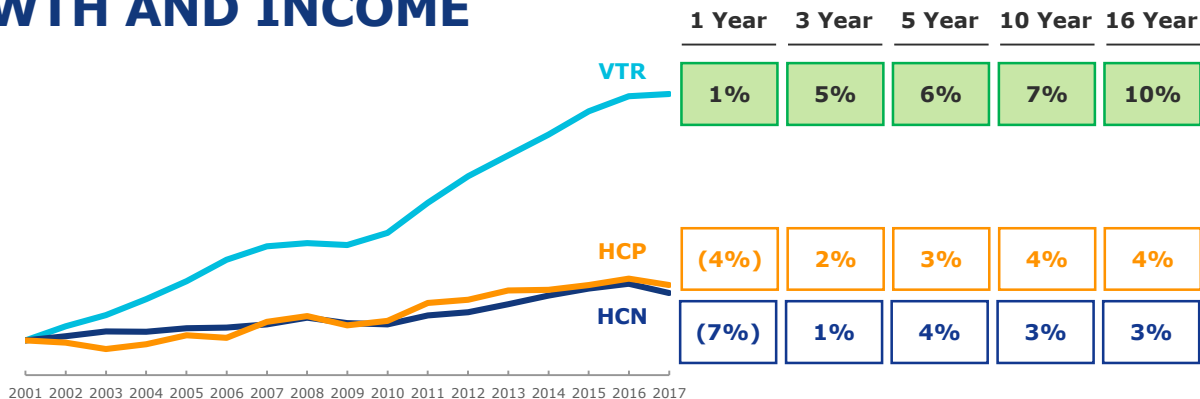
1. Source: Bloomberg.

2. Reflects average tenure of current serving Executive Vice Presidents or higher.

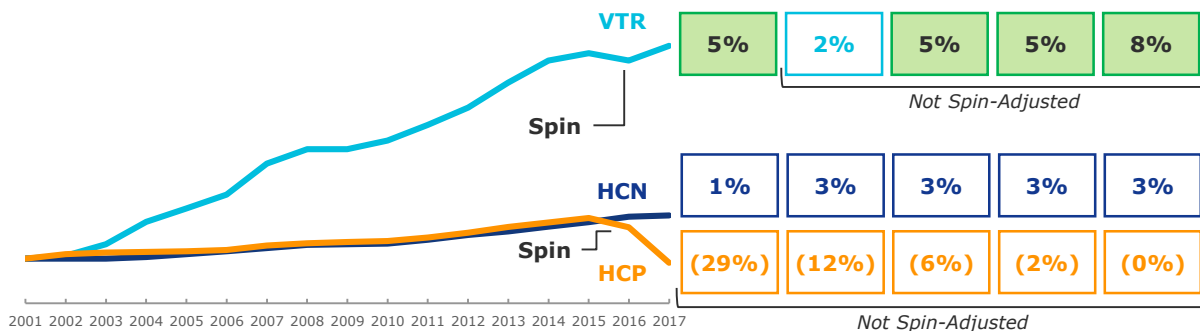
3. "Most Admired" includes 50th percentile or better of contender companies.

20/20 FORESIGHT FOR 20 YEARS = SUPERIOR GROWTH AND INCOME

Norm.
FFO /
Share
Growth¹



Cash
Dividend /
Share
Growth²

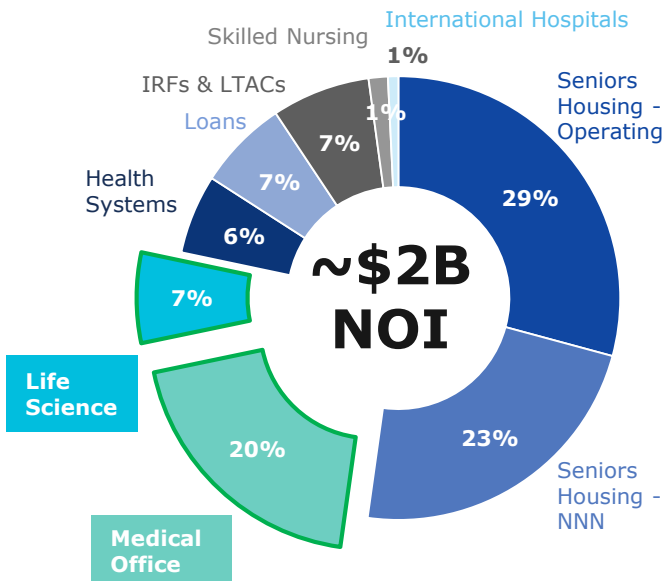


1. Company financials. Based on arithmetic average of annual growth rates from the 2001 – 2017 period. VTR average utilizes 2015 and 2016 Comparable normalized FFO / share growth rates. HCP results utilize 2016 and 2017 comparable FFO as adjusted per share growth rate. HCP 2001 and 2002 reported results adjusted for 2:1 stock split.
2. Represents annual cash dividends paid per share from the 2001-2017 period, excluding special dividends or share distributions to shareholders.

OFFICE PORTFOLIO

EXCELLENCE. SUSTAINED.

VENTAS OFFICE PORTFOLIO¹



- **>25%** attractive life science and medical office
 - **>19M** square foot leading national MOB outpatient business
 - **5.5M** square foot institutional-quality life science and innovation centers
- **Adjacent drivers**
 - Importance of **affiliations** (university and health system)
 - High-quality assets with **institutional-quality credit**
- **Core businesses with reliable cash flows**
- **1.75%-2.75%** 2018(E) total Office same-store cash NOI growth:
 - Life Science: **3%-4%**
 - MOB: **1.5%-2.5%**

1. Data per Q4 2017 press release, supplemental and earnings conference call dated 02/09/2018.

OUR INSTITUTIONAL OFFICE PORTFOLIO

Ventas Office Portfolio	
Medical Office Buildings	University Based Life Science
Anchor Tenants: Leading Health Systems and Care Providers	Anchor Tenants: Top Life Science Research Universities
Valuable Not-For-Profit and Academic Medical Center Tenants and Relationships	Valuable Academic Medical Center Tenants and Relationships
Attractive, On Campus Locations	Attractive, On Campus Locations
Strong Credit Tenants	Strong Credit Tenants
Long Duration Assets with Reliable, Growing Cash Flows	Long Duration Assets with Reliable, Growing Cash Flows

The collage features a variety of healthcare system logos, including:

- Adventist Health System**
- Advocate Health Care**
- Aurora Health Care**
- Allina Health**
- Centegra HealthSystem**
- Henry Ford Health System**
- AHMC Healthcare Inc.**
- Ascension Health**
- Emory Healthcare**
- PennState Health**
- ProHealth CARE**
- Sutter Health**
- SHARP**
- University Health Care System**
- MERCY HEALTH**
- OhioHealth**
- SSM Health**
- RUSH HEALTH**
- UnityPoint Health**
- Wellstar**
- Wellmont Health System**
- PeaceHealth**
- MultiCare**
- CHS Community Health System**
- PinnacleHealth**
- Providence Health & Services**
- Renown Health**
- Piedmont Healthcare**
- Texas Health Resources**
- tenet Health**
- UC Davis Health**
- Prospect Medical Holdings, Inc.**
- The Da Vinci Heart Center**
- Via Christi Health**
- Trinity Health**
- Penn Medicine**
- St. Vincent Health**
- Carolina's HealthCare System**
- CaroMont Health**
- AMITA Health**
- Alexian Brothers Health System**
- Baylor Scott & White Health**
- Dignity Health**
- BORGESS**
- HealthPartners**
- Bon Secours Health System**
- Banner Health**
- Crozer-Keystone Health System**
- HCA Hospital Corporation of America**
- HonorHealth**
- Memorial Hermann**
- Novent Health**
- Providence St. Joseph Health**
- UnitedHealthcare**
- Prime Healthcare**

A map of the United States is also included, with state abbreviations labeled on the map.

95%	On Campus / Affiliated
86%	Investment Grade + HCA Affiliations
~75%	NOI with A-Rated or Better Affiliations
<20%	Rent from Top 5 Tenants
32	States
>19M	Outpatient Square Feet

Note: Brand names shown are not all-inclusive. Blue states represent states where VTR owns MOB properties.

 = Top tenant by base rent

UNIVERSITY-BASED LIFE SCIENCE & INNOVATION BUSINESS OPPORTUNITY

Partnerships with Leading Institutions



Strong, Favorable Portfolio Metrics

74%

AA-Rated Research Universities,
Investment Grade or \$1B+ Market Cap

>97%

Occupancy

13

Top Research University Affiliations

7 Year

Average Age

>9 Year

Weighted Lease Term

5.5M

Square Feet

EXCITING LIFE SCIENCE DEVELOPMENTS



Brown Academic/R&D (Providence, RI)

- **\$62M, 196K sq. ft.** ground up development **adjacent to VTR's South Street Landing life science property** in the thriving Providence life science and academic market
- **80% leased** including to **Brown University** and **Johnson & Johnson**
- Expected **2019** completion, **2021** stabilization
- **~7.8%** expected stabilized cash yield

3675 Market Street (Philadelphia, PA)

- **\$161M, 344K sq. ft.** ground up development on existing land bank at VTR's **UPenn life science campus**
- **>50% leased class-A lab / office space** to Cambridge Innovation Center ("CIC") and University City Science Center
- Expected **2018** completion, **2020** stabilization
- **~7.5%** expected stabilized cash yield



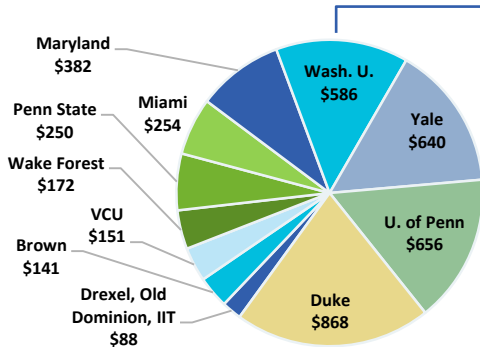
4220 Duncan (St. Louis, MO)

- **\$47M, 182K sq. ft.** ground up development in the **established innovation hub and technology district** at VTR's **Washington University in St. Louis campus**
- **60% leased** including to **Aa2-rated Barnes Jewish Hospital** and **CIC**
- Expected **2018** completion, **2020** stabilization
- **~8%** expected stabilized cash yield

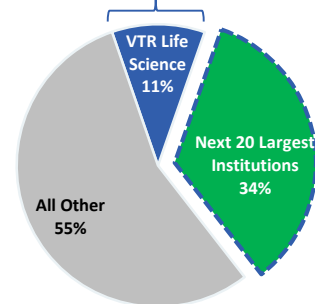


FUTURE GROWTH FROM UNIVERSITY RELATIONSHIPS

VTR Life Science University R&D Spending



Total University Life Science R&D Spending



Leveraging Valuable Existing and Future Academic Medical Relationships Across Office Platform

Select Life Science Academic Medical Relationships

YaleNewHavenHealth
Yale New Haven Hospital



Existing Crossover



Select MOB Academic Medical Relationships



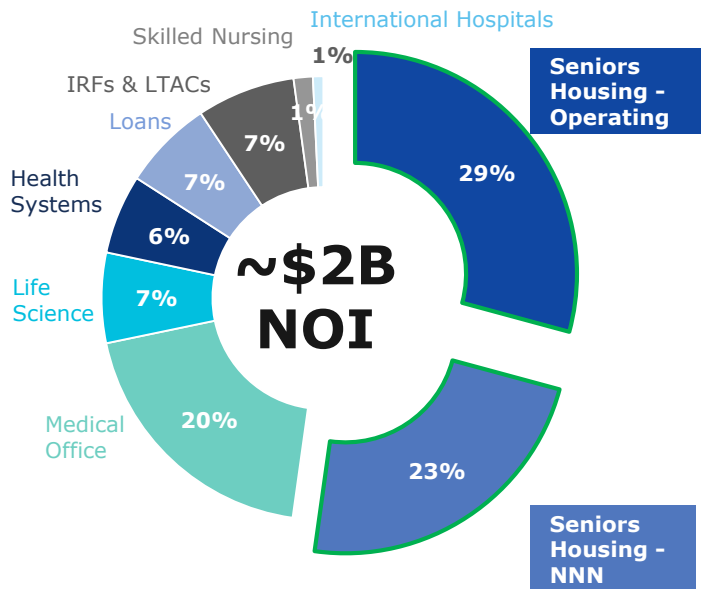
Source: National Science Foundation.

Note: Latest data as of 2014; federal scientific research funding represents total funds that are committed by federal agencies to support science-related research at higher education institutions across the U.S.

SENIORS HOUSING PORTFOLIO

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VENTAS SENIORS HOUSING PORTFOLIO¹

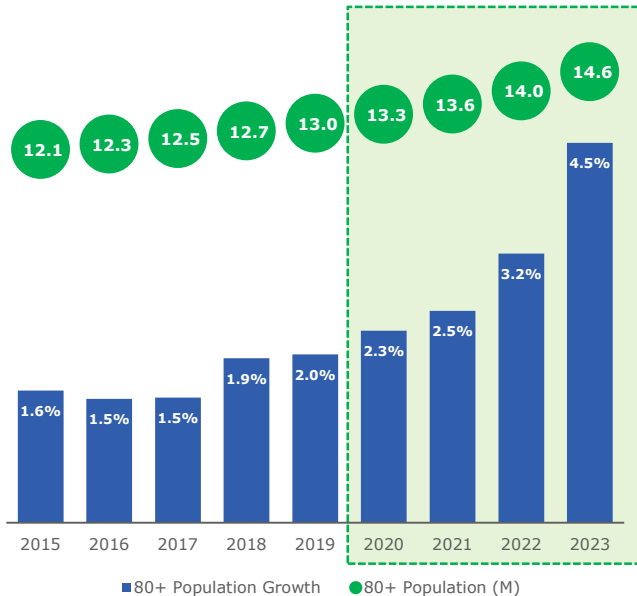


- **Outstanding SHOP assets** in advantaged markets + **high-quality NNN leases**
- **Tremendous industry tailwinds**
 - Growth in the seniors population
 - Benefits of communal living
- **(4%)-(1%) 2018(E) SHOP same-store cash NOI growth**
- Seniors Housing NNN: **1.2x TTM EBITDARM coverage** (Q3²)
 - We have **good contracts, experience and assets to optimize Brookdale outcomes**

1. Data per Q4 2017 press release, supplemental and earnings conference call dated 02/09/2018.
 2. The latest information available, as reported in Q4 2017.

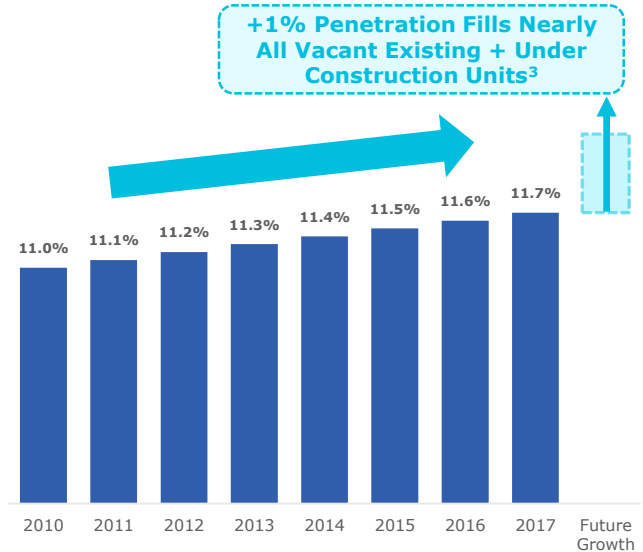
SENIORS HOUSING DEMAND TAILWINDS

80+ Growth Trajectory¹



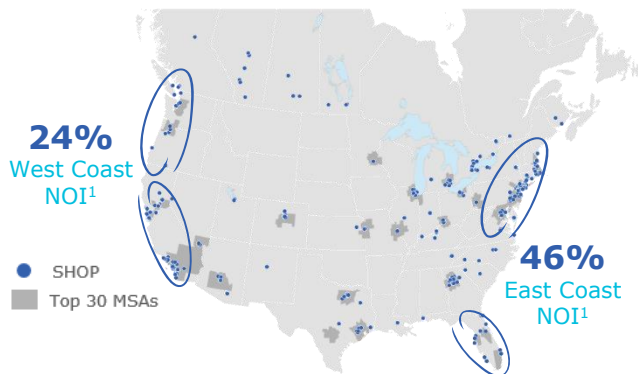
80+ Population Growth Expected to Accelerate Starting in 2020

Increasing Seniors Housing Penetration²



"With a prediction for penetration to continue rising, senior housing demand will be one of the best among all commercial real estate segments..." – Green Street

SHOP ASSETS IN ATTRACTIVE LOCATIONS



- **70%** of SHOP NOI in high-barrier-to-entry coastal markets¹
- Median home values **2.3x** national average
- Median household income **1.4x** national average

Strong Metrics vs. Industry Benchmarks

	Ventas SHOP²,³	Industry benchmarks
Median household income	\$81,878	\$57,462³
Median home value	\$447,333	\$197,980³
75+ population growth	12.3%	12.2%³
Building age	18	21⁴

Note: Data as of the fourth quarter ended 12/31/2017, unless otherwise noted.

1. Percentage of U.S. SHOP NOI in coastal markets as shown on map.

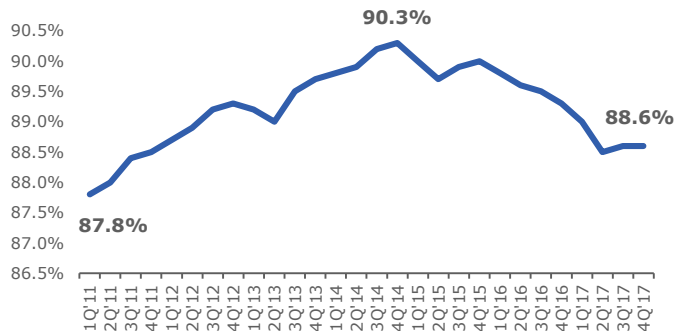
2. SHOP portfolio represents U.S. portfolio; metrics weighted by NOI; from 4Q17 Ventas supplemental.

3. Demographic data provided by Nielsen and reflects 2017 projections, unless otherwise noted; certain Canadian data is unavailable; population growth reflects 2017-2022 Nielsen projections.

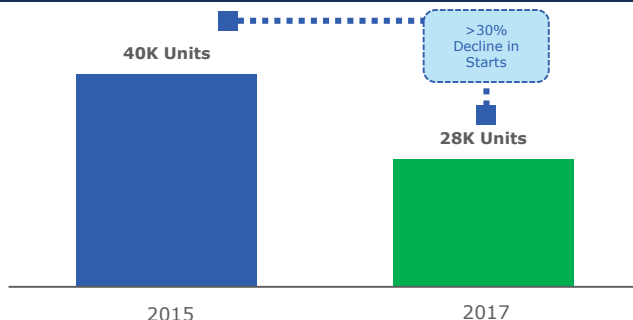
4. 4Q17 NIC data; AL/IL supply excluding new construction.

SUPPLY AND DEMAND TIMING MISMATCH

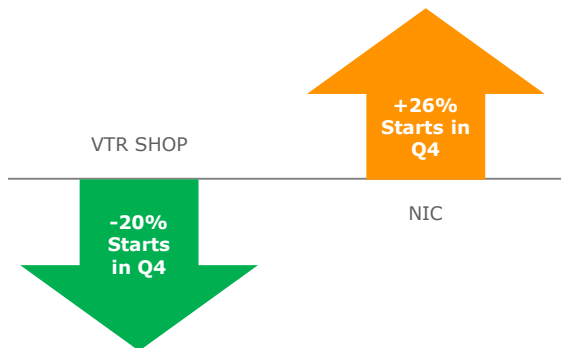
Seniors Housing Occupancy (NIC)¹



>30% Decline in Industry Construction Starts Since 2015 Peak¹



VTR Markets Q4 Sequential Decline in New Starts vs. Industry¹



Key Highlights

- **Supply and demand mismatch in select markets pressuring industry occupancy**
- **New starts have moderated vs. 2015 peaks**
 - Encouraging data – **starts nationally in 2017 were >30% lower than in 2015**
 - **Q4 starts in VTR markets down 20%** sequentially vs. 26% increase for NIC national data
- **Powerful upside with aging demographic**
- **Confident in long-term opportunity and VTR competitive positioning**

SHOP 2018 SAME-STORE GUIDANCE AND Q1 UPDATE

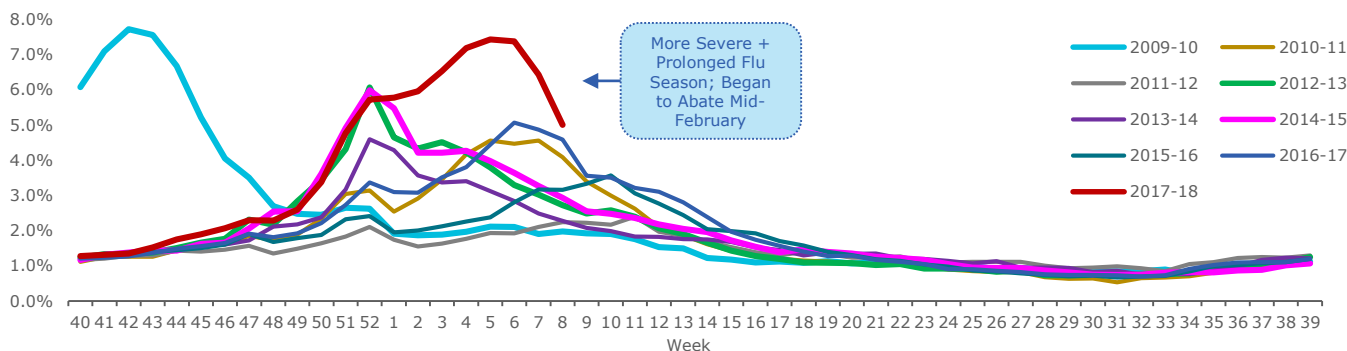
Full Year Same-Store Guidance¹

Metric	FY 2018 Guidance
REVPOR Growth	3% (Driven by 4% In-Place Rate Increases)
Labor Expense Growth	4% (Partially Offset by Non-Labor Expenses)
Occupancy	~200bps Lower (Full Year 2018 vs. 2017)
Same-Store NOI Growth	(4%)-(1%)

Update QTD

- **Occupancy QTD better than full year average assumption** vs. prior year
- **New supply impact dependent upon timing of openings**
- **Flu abating but still elevated**
- **Overall, in-line** with full-year guidance assumptions
- **Confident in long-term opportunity and VTR competitive positioning**

Most Severe Flu Season Since 2009-10 Beginning to Abate (% Flu Related Outpatient Visits)²



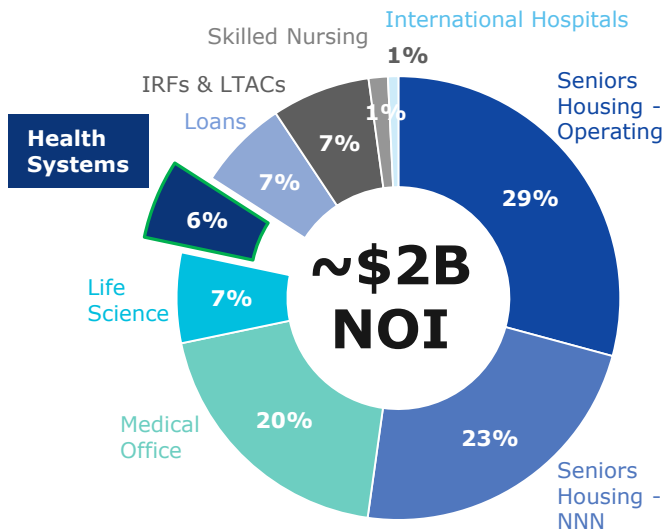
1. Data per Q4 2017 press release, supplemental, and earnings conference call dated 02/09/2018.

2. Source: Centers for Disease Control and Prevention.

HEALTH SYSTEM PORTFOLIO

EXCELLENCE. SUSTAINED.

VENTAS HEALTH SYSTEM PORTFOLIO¹



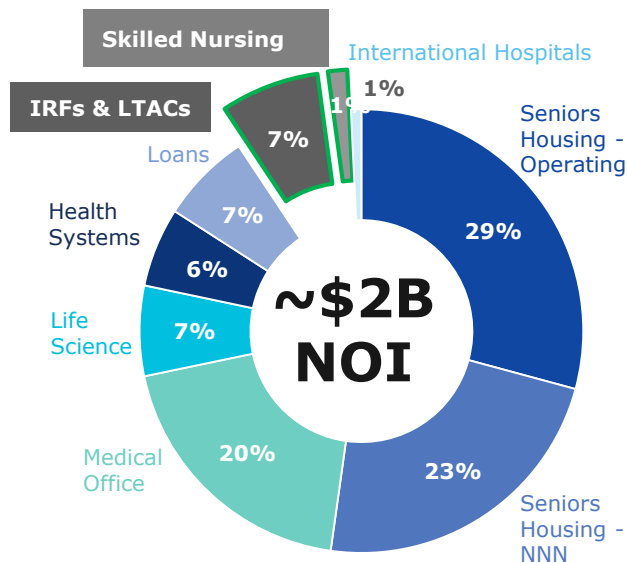
- Investing in health providers through **ownership of a variety of real estate, including hospitals, cancer centers, outpatient**
- **Partnered with a winning platform** in \$4B revenue provider – **Ardent²**
- **31 hospitals in 7 states and ~40% average market share²**
- **Leading** top and bottom line performance
- **Excellent Ardent operating performance on all KPIs through 2017**
- **Financially strong, scalable platform**

1. Data per Q4 2017 press release, supplemental and earnings conference call dated 02/09/2018.
 2. PF for Ardent's acquisition of East Texas Medical Center.

POST-ACUTE PORTFOLIO

EXCELLENCE. SUSTAINED.

VENTAS POST-ACUTE PORTFOLIO¹



- **1% SNFs** – Successful de-emphasis of SNFs starting with CCP spin off
– \$700M of KND SNF sales in 2017, >\$650M in gains
- **1.6x** Q3 IRF & LTAC EBITDARM coverage (operator cash flow / rent)
- **Guaranteed leases**
- **Cash flow stability** – long-term leases through **2023 / 2025**
- **Expect a positive operating trajectory in 2018 on LTAC and IRF**

SUMMARY

Ventas is an S&P 500 diversified provider of capital to leading senior living and healthcare operators and research institutions.

Ventas has a long and successful history of outperformance, stability, growth and income with a strong balance sheet.

Massive, fragmented healthcare real estate market with strong demand tailwinds and longevity megatrend provide opportunities for growth.

The “Ventas Advantage” of people, platforms and properties will fuel Ventas’s continued success.

APPENDIX

EXCELLENCE. SUSTAINED.

LEADERSHIP IN CORPORATE RESPONSIBILITY

Commitment to All Matters ESG

ESG Leadership

E

Stewards of the Environment

- **37 LEED** and **69 Energy Star** Buildings – **MOST** among healthcare REIT peers
- Long-term energy, water use and landfill waste **reduction targets on track**
- Significant developments targeting LEED (**~\$500M**)¹

S

Social Responsibility

- **\$1M donated** to >80 organizations in 2017, including marquee partnership with Greater Chicago Food Depository
 - **25% increase** over 2016
 - Significant **employee initiated giving**

G

Strong Governance

- Leader in **board diversity** with **30% women**
- **90% independent directors** with deep knowledge of healthcare, finance and real estate



G R E S B

1st Place Ranking Among 3 Listed Healthcare Real Estate Participants in 2017 GRESB ESG Assessment



"Winning Company" in the 2020 Women on Boards Gender Diversity Index, with the Ventas Board of Directors 30% Female

Nareit.

2017 Healthcare **"Leader in the Light"**

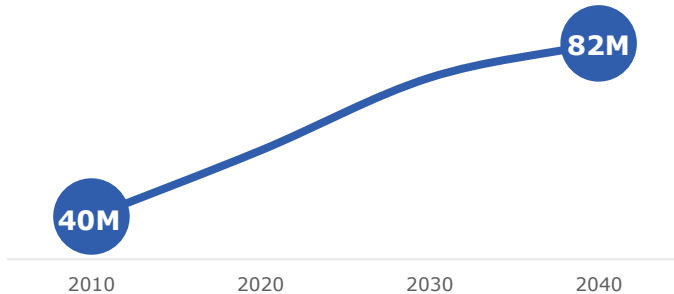


First Time Inclusion in Dow Jones Sustainability North America Index, **Ranking in Top Quartile of Real Estate Companies**

1. Based on total active and committed development project costs as reflected on page 24 of the Q4 2017 supplemental.

DEMAND DRIVERS

Aging Baby Boomers (65+)¹



Driving All VTR Platforms

2.5x

More Physician Office Visits from Seniors²

40%

85+ Need Help with 3+ Activities of Daily Living³

5x

More Healthcare Spending from Seniors⁴

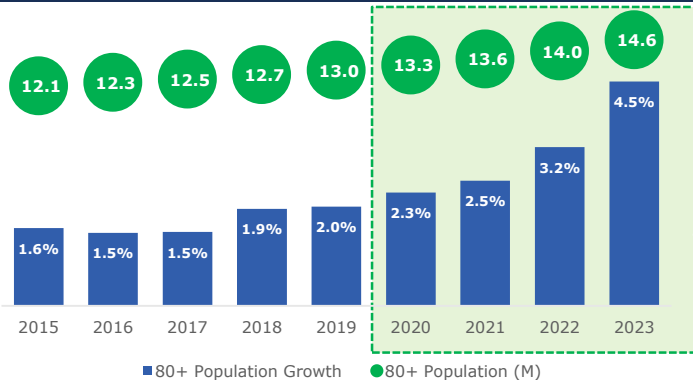
80%

Of Older Adults Have 1+ Chronic Conditions³

86%

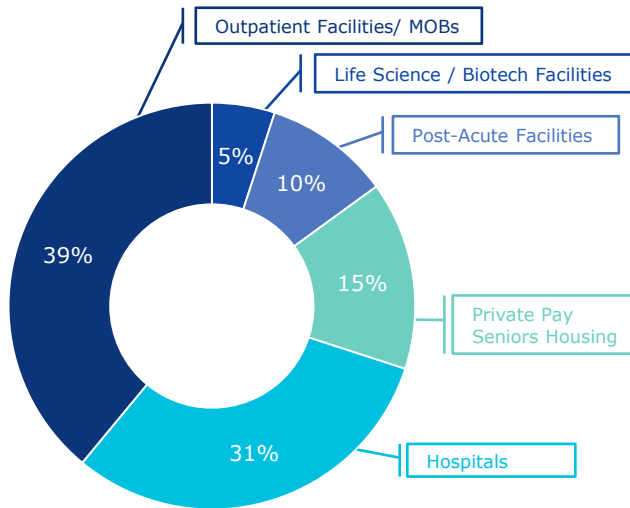
HC Spend on Individuals with 1+ Chronic Conditions³

80+ Growth Trajectory¹



A \$1T DOMESTIC REAL ESTATE MARKET

ASSETS SHOULD FLOW TO MOST EFFICIENT OWNERS

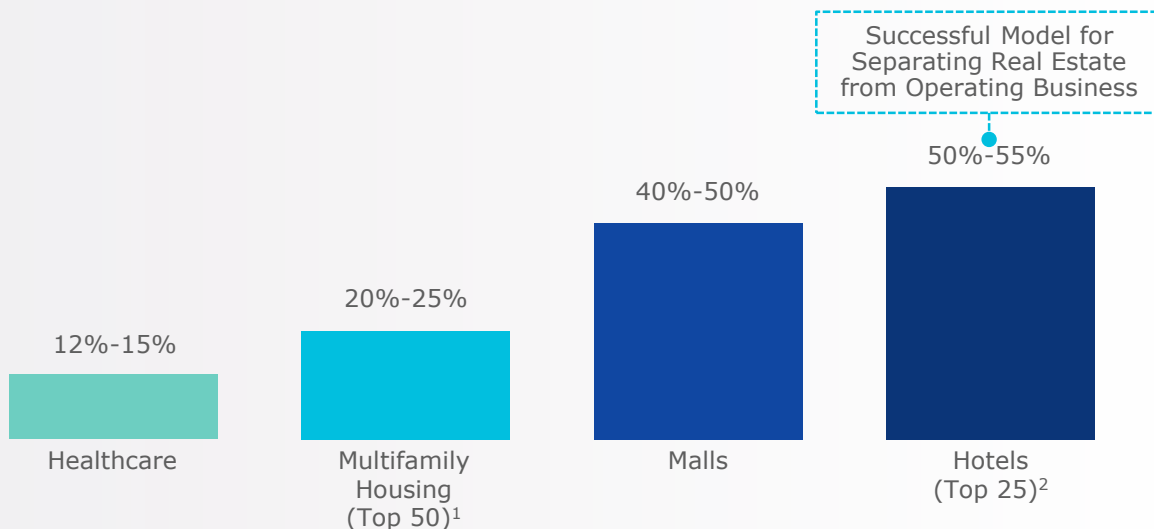


- Domestic market is large and growing
- Early stages of securitized public real estate
- Dynamic policy environment
- Care delivery increasingly interconnected
- Consolidating and fragmented market with significant capital needs

SIGNIFICANT RUNWAY FOR GROWTH

EARLY INNINGS OF HEALTHCARE REIT OWNERSHIP

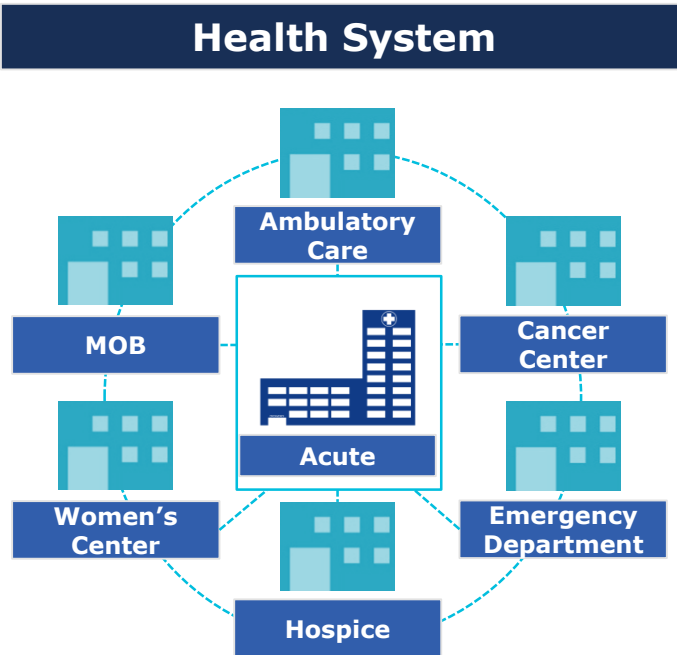
PERCENTAGE OF REAL ESTATE OWNED BY REITS



High-Quality, Highly-Rated Healthcare Service Providers are Capital Constrained – An Opportunity for Health Care REITs

1. Based on number of units owned by top 50 multifamily housing owners.
2. Based on number of units owned by top 25 hotel owners.

DEFINING A STRONG HEALTH SYSTEM



- A health system is defined as a **network of care across multiple sites**
- **Inpatient + outpatient** sites of care **controlled by the system**
- Each site of care is **only as strong as the overall health system**
- Strong systems share common characteristics
 - Leading local **market share**
 - **Payer / provider leverage**
 - **Scale**
 - **Quality outcomes**
 - Strong **demographics**
- With Ardent, **100% of EBITDA across sites of care supports our rent**

DEFINITIONS AND SEC REG. G COMPLIANCE

DEFINITION OF TERMS

NAREIT Funds from Operations (“FFO”)

Net income attributable to common stockholders (computed in accordance with GAAP) excluding gains (or losses) from sales of real estate property, including gain (or loss) on re-measurement of equity method investments and impairment write-downs of depreciable real estate, plus real estate depreciation and amortization, and after adjustments for unconsolidated partnerships and joint ventures. Adjustments for unconsolidated partnerships and joint ventures will be calculated to reflect FFO on the same basis.

Normalized FFO

We consider normalized FFO to be an appropriate measure of the operating performance of an equity REIT. This measure of operating performance allows investors, analysts and our management to compare operating performance to the operating performance of other real estate companies and between periods on a consistent basis without having to account for differences caused by unanticipated items and other events such as transactions and litigation.

Normalized FFO is calculated as NAREIT FFO excluding the following income and expense items (which may be recurring in nature): (i) Deal Costs, (ii) the impact of any expenses related to asset impairment and valuation allowances, the write-off of unamortized deferred financing fees, or additional costs, expenses, discounts, make whole payments, penalties or premiums incurred as a result of early retirement or payment of the Company's debt, (iii) the non-cash effect of income tax benefits or expenses, the non-cash impact of changes to the Company's executive equity compensation plan and derivative transactions that have non-cash mark to market impacts on the Company's income statement, (iv) the financial impact of contingent consideration, severance-related costs and charitable donations to the Ventas Charitable Foundation, (v) gains and losses for non-operational foreign currency hedge agreements and changes in the fair value of financial instruments, (vi) gains and losses on non-real estate dispositions and other unusual items related to unconsolidated entities and (vii) net expenses or recoveries related to natural disasters.

Cash Flow Coverage

For Triple-Net Stabilized assets, operator-reported EBITDARM divided by cash rent for a period. Operator-reported EBITDARM and rent may be adjusted for certain one-time events or out-of-period items. Because Triple-Net financials are delivered to Ventas following the reporting period, Cash Flow Coverage is reported in arrears.

DEFINITION OF TERMS (CONT'D)

Seniors Housing Operating Portfolio (“SHOP”)

In our senior living operations segment, we invest in seniors housing communities throughout the United States and Canada and engage independent operators, such as Atria and Sunrise, to manage those communities pursuant to long-term management agreements. Ventas realizes the income and expense, including the management fees paid to its independent operators, of the SHOP portfolio in its financial statements.

Triple-Net Leased (“NNN”) Portfolio

Under our triple-net leased properties segment, we invest in seniors housing and healthcare properties throughout the United States and the United Kingdom and lease those properties to healthcare operating companies under “triple-net” or “absolute-net” leases that obligate the tenants to pay all property-related expenses, including maintenance, utilities, repairs, taxes, insurance and capital expenditures. The NNN portfolio includes leased seniors housing assets, IRFs & LTACs, skilled nursing facilities, U.S. acute care hospitals and international hospitals.

Office Operations Portfolio

In our office operations segment, we primarily acquire, own, develop, lease and manage MOBs and life science and innovation centers throughout the United States.

Loan Portfolio

In our loan portfolio, we make secured and non-mortgage loans relating to seniors housing and healthcare operators or properties.

Annualized Revenue & NOI

A period's reported revenue and Reported Segment NOI, extrapolated on a per diem, monthly or quarterly basis to an annualized result. Results may be adjusted for certain one-time or out-of-period items, reflect only Ventas's share of ownership and are presented in US dollars (“USD”) based on the applicable exchange rates where revenue and expenses are translated from a foreign currency.

Property Net Operating Income (“Property NOI”)

For owned assets, reported property-level revenues less reported property-level operating expenses. For debt investments, total interest income.

2018 GUIDANCE^{1,2,3}

Dollars in millions USD, except per share amounts

Income, FFO & FAD Attributable to Common Stockholders

	FY 2018 Guidance			
	Tentative / Preliminary & Subject to Change			
	FY2018 - Guidance		FY2018 - Per Share	
	Low	High	Low	High
Income from Continuing Operations	\$484	\$505	\$1.34	\$1.40
Gain on Real Estate Dispositions	280	310	0.78	0.86
Other Adjustments ³	(4)	(6)	(0.01)	(0.02)
Net Income Attributable to Common Stockholders	\$760	\$809	\$2.11	\$2.25
Depreciation & Amortization Adjustments	887	900	2.46	2.50
Gain on Real Estate Dispositions	(280)	(310)	(0.78)	(0.86)
Other Adjustments ³	-	-	-	-
FFO (NAREIT) Attributable to Common Stockholders	\$1,367	\$1,399	\$3.80	\$3.89
Merger-Related Expenses, Deal Costs & Re-Audit Costs	13	8	0.04	0.02
(Gain) Loss on Extinction of Debt, Net	45	63	0.12	0.18
Other Adjustments ³	(3)	(12)	(0.01)	(0.03)
Normalized FFO Attributable to Common Stockholders	\$1,422	\$1,458	\$3.95	\$4.05
% Year-Over-Year Growth			(5%)	(3%)
Non-Cash Items Included in Normalized FFO	19	17		
Capital Expenditures	(138)	(148)		
Normalized FAD Attributable to Common Stockholders	\$1,303	\$1,327		
Merger-Related Expenses, Deal Costs & Re-Audit Costs	(13)	(8)		
Other Adjustments ³	(4)	(2)		
FAD Attributable to Common Stockholders	\$1,286	\$1,317		
Weighted Average Diluted Shares (in millions)	360	360		

Same-Store Cash & Reported Segment NOI

	Tentative / Preliminary & Subject to Change	
	Low	
	Low	High
Total Same-Store Cash NOI Growth	0.5%	2.0%
NNN	3.0%	4.0%
SHOP	(4.0%)	(1.0%)
Office	1.75%	2.75%
	Low	High
Total Reported Segment NOI⁴	\$1,960	\$2,001
NNN	755	762
SHOP	574	591
Office	533	538
Non-Segment	94	109

Key Guidance Assumptions

- \$1.5B of additional capital recycling in 2018 at a GAAP rate of over 8%, including joint ventures, loan repayments and other asset dispositions, the proceeds of which will be used principally to retire debt
- Invest in future growth by funding \$425M in high-quality development and redevelopment projects, mostly in Ventas's attractive university-based life science business
- Refinance approximately \$1B of debt with longer-duration fixed rate debt
- No further undisclosed material acquisitions or dispositions, loan repayments or capital activity are included in guidance

- The Company's guidance constitutes forward-looking statements within the meaning of the federal securities laws and is based on a number of assumptions that are subject to change and many of which are outside the control of the Company. Actual results may differ materially from the Company's expectations depending on factors discussed in the Company's filings with the Securities and Exchange Commission.
- Totals and per share amounts may not add due to rounding. Per share quarterly amounts may not add to annual per share amounts due to changes in the Company's weighted average diluted share count, if any. Same-store Cash NOI is at constant currency.
- See page 28 of the Q4 2017 supplemental for detailed breakout of adjustments for each respective category.

NON-GAAP FINANCIAL MEASURES

FFO AND FAD RECONCILIATION INCLUDING COMPARABLE EARNINGS (\$ IN 000s, EXCEPT PER SHARE AMOUNTS)¹

	2016				2017				YOY Growth 16e-17
	Q4	FY	Q1	Q2	Q3	Q4	FY		
Income from continuing operations	\$ 142,575	\$ 554,209	\$ 155,912	\$ 152,272	\$ 156,930	\$ 178,835	\$ 643,949		16%
Income from continuing operations per share	\$ 0.40	\$ 1.59	\$ 0.44	\$ 0.42	\$ 0.44	\$ 0.50	\$ 1.80		13%
Discontinued operations	(167)	(922)	(35)	(23)	(19)	(15)	(110)		
Gain on real estate dispositions	66,424	98,203	45,289	719	498,280	214,985	712,273		
Net income	208,832	651,490	199,148	152,968	615,191	393,805	1,361,112		
Net income attributable to noncontrolling interests	1,195	2,259	1,021	1,137	1,233	1,251	4,642		
Net income attributable to common stockholders	\$ 207,637	\$ 649,231	\$ 198,127	\$ 151,831	\$ 613,958	\$ 392,554	\$ 1,356,470		109%
Net income attributable to common stockholders per share	\$ 0.58	\$ 1.86	\$ 0.55	\$ 0.42	\$ 0.42	\$ 1.09	\$ 3.28		103%
Adjustments:									
Depreciation and amortization on real estate assets	230,353	891,985	215,561	222,347	211,784	230,996	881,088		
Depreciation on real estate assets related to noncontrolling interests	(2,031)	(7,283)	(1,995)	(1,817)	(1,911)	(1,842)	(7,565)		
Depreciation on real estate assets related to unconsolidated entities	1,432	5,754	1,187	1,458	855	731	4,231		
Gain on re-measurement of equity interest upon acquisition, net	—	—	(3,027)	—	—	—	(3,027)		
Gain on real estate dispositions	(66,424)	(98,203)	(43,289)	(719)	(498,280)	(214,985)	(712,273)		
Gain on real estate dispositions related to noncontrolling interests	—	—	—	—	18	—	18		
Loss (gain) on real estate dispositions related to unconsolidated entities	56	(439)	23	(82)	(986)	(12)	(1,057)		
Discontinued operations:									
Loss on real estate dispositions	—	—	—	—	—	—	—		
Subtotal: FFO add-backs	163,386	791,313	168,860	221,187	(248,520)	14,888	156,415		
Subtotal: FFO add-backs per share	\$ 0.46	\$ 2.27	\$ 0.47	\$ 0.62	\$ 0.62	\$ 0.04	\$ 0.41		
FFO (NAREIT) attributable to common stockholders	\$ 371,023	\$ 1,440,544	\$ 366,997	\$ 373,018	\$ 365,438	\$ 407,442	\$ 1,512,885		5%
FFO (NAREIT) attributable to common stockholders per share	\$ 1.04	\$ 4.13	\$ 1.03	\$ 1.04	\$ 1.02	\$ 1.13	\$ 4.22		2%
Adjustments:									
Change in fair value of financial instruments	134	62	23	(153)	8	81	(41)		
Non-cash income tax benefit	(3,295)	(34,227)	(4,145)	(2,959)	(8,515)	(6,768)	(22,387)		
Impact of tax reform	—	—	—	—	—	(36,559)	(36,559)		
(Gain) loss on extinguishment of debt, net	(386)	2,779	403	47	486	(97)	839		
(Gain) loss on non-real estate dispositions related to unconsolidated entities	—	(557)	4	(16)	(22)	(5)	(39)		
Merger-related expenses, deal costs and re-audit costs	(479)	28,290	3,129	7,036	2,741	1,917	14,823		
Amortization of other intangibles	438	1,752	438	365	328	327	1,458		
Other items related to unconsolidated entities	—	—	212	280	1,207	1,489	3,188		
Non-cash impact of changes to equity plan	—	—	999	1,711	1,372	1,371	5,453		
Natural disaster expenses (recoveries), net	(3,688)	(1,901)	1,063	6,311	7,415	(36,433)	(21,644)		
Subtotal: normalized FFO add-backs	(44,540)	(134,621)	(24,919)	(33,148)	(38,809)	(49,812)	(138,778)		
Subtotal: normalized FFO add-backs per share	\$ (0.01)	\$ (0.41)	\$ 0.00	\$ 0.02	\$ 0.02	\$ (0.01)	\$ (0.06)		
Normalized FFO attributable to common stockholders	\$ 326,483	\$ 1,305,923	\$ 342,078	\$ 339,870	\$ 326,629	\$ 357,630	\$ 1,374,107		4%
Normalized FFO attributable to common stockholders per share	\$ 0.93	\$ 3.98	\$ 0.93	\$ 0.93	\$ 0.93	\$ 1.03	\$ 4.16		1%
Non-cash items included in normalized FFO:									
Amortization of deferred revenue and lease intangibles, net	(5,029)	(20,336)	(5,015)	(5,834)	(5,434)	(4,254)	(20,537)		
Other non-cash amortization, including fair market value of debt	3,183	10,357	2,460	4,124	4,602	4,872	16,058		
Stock-based compensation	5,073	20,958	5,702	4,984	5,155	5,349	21,090		
Straight-lining of rental income, net	(6,602)	(27,988)	(3,377)	(5,778)	(6,229)	(5,750)	(23,134)		
Subtotal: non-cash items included in normalized FFO	(3,375)	(17,009)	(2,230)	(2,504)	(1,960)	1,17	(6,523)		
Capital expenditures	(44,540)	(134,621)	(24,919)	(33,148)	(38,809)	(49,812)	(138,778)		
Normalized FAD attributable to common stockholders	\$ 319,420	\$ 1,297,013	\$ 340,901	\$ 337,322	\$ 324,719	\$ 356,417	\$ 1,340,940		4%
Merger-related expenses, deal costs and residual costs	479	(28,290)	(3,129)	(7,036)	(2,741)	(1,917)	(14,823)		
Other items related to unconsolidated entities	—	—	(212)	(280)	(1,207)	(1,489)	(3,188)		
FAD attributable to common stockholders	\$ 319,899	\$ 1,268,723	\$ 337,560	\$ 336,361	\$ 326,100	\$ 352,929	\$ 1,322,929		5%
Weighted average diluted shares	357,435	348,390	357,572	358,311	350,333	350,184	358,566		

NOTE: Per share quarterly amounts may not add to annual per share amounts due to material changes in the Company's weighted average diluted share count. If any.

1. Totals and per share amounts may not add due to rounding. Per share quarterly amounts may not add to annual per share amounts due to material changes in the Company's weighted average diluted share count, if any.

NON-GAAP FINANCIAL MEASURES

NORMALIZED FFO (\$ IN 000S, EXCEPT PER SHARE AMOUNTS)

	For the Years Ended December 31,	
	2017	2016
Income from continuing operations		
Discontinued operations	\$ 643,949	\$ 554,209
Gain on real estate dispositions	(110)	(922)
Net income	717,273	98,203
Net income attributable to noncontrolling interests	1,361,112	651,490
Net income attributable to common stockholders	4,642	2,259
Adjustments:	1,356,470	649,231
Depreciation and amortization on real estate assets	881,088	891,985
Depreciation on real estate assets related to noncontrolling interests	(7,565)	(7,785)
Depreciation on real estate assets related to unconsolidated entities	4,231	5,754
Gain on re-measurement of equity interest upon acquisition, net	(3,027)	—
Gain on real estate dispositions	(717,273)	(98,203)
Gain on real estate dispositions related to noncontrolling interests	18	—
Gain on real estate dispositions related to unconsolidated entities	(1,057)	(439)
Discontinued operations:		
Loss on real estate dispositions	—	1
FFO (NAREIT) attributable to common stockholders	1,512,885	1,440,544
Change in fair value of financial instruments	(41)	62
Non-cash income tax benefit	(22,387)	(34,227)
Impact of tax reform	(36,539)	—
Loss on extinguishment of debt, net	839	2,779
Gain on non-real estate dispositions related to unconsolidated entities	(39)	(557)
Merge-related expenses, deal costs and re-audit costs	14,823	28,290
Amortization of other intangibles	1,458	1,752
Other items related to unconsolidated entities	3,188	—
Non-cash impact of changes to equity plan	5,453	—
Natural disaster expenses (recoveries), net	—	—
Normalized FFO attributable to common stockholders	1,491,241	1,438,643
Per diluted share ¹ :		
Income from continuing operations		
Discontinued operations	\$ 1.80	\$ 1.59
Gain on real estate dispositions	(0.00)	(0.00)
Net income	2.00	0.28
Net income attributable to noncontrolling interests	3.80	1.87
Net income attributable to common stockholders	0.01	0.01
Adjustments:	3.78	1.86
Depreciation and amortization on real estate assets	2.46	2.56
Depreciation on real estate assets related to noncontrolling interests	(0.02)	(0.02)
Depreciation on real estate assets related to unconsolidated entities	0.01	0.02
Gain on re-measurement of equity interest upon acquisition, net	(0.01)	(0.01)
Gain on real estate dispositions	(2.00)	(0.28)
Gain on real estate dispositions related to noncontrolling interests	0.00	—
Gain on real estate dispositions related to unconsolidated entities	(0.00)	(0.00)
Discontinued operations:		
Loss on real estate dispositions	—	0.00
FFO (NAREIT) attributable to common stockholders	4.22	4.13
Change in fair value of financial instruments	(0.00)	(0.00)
Non-cash income tax benefit	(0.06)	(0.10)
Impact of tax reform	(0.10)	—
Loss on extinguishment of debt, net	0.01	0.01
Gain on non-real estate dispositions related to unconsolidated entities	(0.00)	(0.00)
Merge-related expenses, deal costs and re-audit costs	0.04	0.08
Amortization of other intangibles	0.00	0.01
Other items related to unconsolidated entities	0.01	—
Non-cash impact of changes to equity plan	0.02	—
Natural disaster expenses (recoveries), net	0.03	—
Normalized FFO attributable to common stockholders	4.16	4.13

1. Per share amounts may not add due to rounding.

NON-GAAP FINANCIAL MEASURES

ADJUSTED PRO FORMA¹ EBITDA AND NET DEBT TO ADJUSTED PRO FORMA¹ EBITDA (\$ IN 000'S)

	For the Three Months Ended	
	December 31, 2017	September 30, 2017
Income from continuing operations		
Discontinued operations	\$ 178,835	\$ 156,930
Gain on real estate dispositions	(15)	(19)
Net income	214,985	458,280
Net income attributable to noncontrolling interests	393,805	615,191
Net income attributable to common stockholders	1,251	1,233
Adjustments:	392,554	613,958
Interest		
(Gain) loss on extinguishment of debt, net	111,951	113,869
Taxes (including tax amounts in general, administrative and professional fees)	(102)	511
Depreciation and amortization	(45,678)	(8,130)
Non-cash stock-based compensation expense	232,650	213,407
Merger-related expenses, deal costs and re-audit costs	6,620	6,527
Net income (loss) attributable to noncontrolling interests, net of consolidated joint venture partners' share of EBITDA	1,652	2,092
(Income) loss from unconsolidated entities, net of Venas share of EBITDA from unconsolidated entities	(3,187)	(3,278)
Gain on real estate dispositions	11,422	6,660
Unrealized foreign currency losses	(214,985)	(458,280)
Change in fair value of financial instruments	287	210
Natural disaster expenses (recoveries), net	81	6
Adjusted EBITDA	1,791	9,810
Pro forma adjustments for current period activity	495,056	497,362
Adjusted Pro Forma EBITDA	(1,195)	(3,069)
Adjusted Pro Forma EBITDA annualized	493,861	494,293
	1,975,444	1,977,172
As of		
	December 31, 2017	September 30, 2017
Total debt	\$ 11,276,062	\$ 11,424,145
Debt on held for sale assets		
Cash	59,221	—
Restricted cash pertaining to debt	(81,355)	(85,063)
Consolidated joint venture partners' share of debt	(70,753)	(38,727)
Venas share of debt from unconsolidated entities	(76,668)	(74,135)
Net debt	90,257	89,860
	\$ 11,196,764	\$ 11,316,080
Net debt to Adjusted Pro Forma EBITDA	5.7x	5.7x

1. The following table illustrates net debt to pro forma earnings, which includes amounts in discontinued operations, before interest, taxes, depreciation and amortization (including non-cash stock-based compensation expense), excluding gains or losses on extinguishment of debt, consolidated joint venture partners' share of EBITDA, merger-related expenses and deal costs, expenses related to the re-audit and re-review in 2014 of the Company's historical financial statements, net gains or losses on real estate activity, gains or losses on re-measurement of equity interest upon acquisition, changes in the fair value of financial instruments, unrealized foreign currency gains or losses and net expenses or recoveries related to natural disasters, and including the Company's share of EBITDA from unconsolidated entities and adjustments for other immaterial or identified items ("Adjusted EBITDA"). The following information considers the pro forma effect on Adjusted EBITDA of the Company's activity during the three months ended December 31, 2017 and December 31, 2017, as if the transactions had been consummated as of the beginning of the periods (Adjusted Pro Forma EBITDA). The Company believes that net debt, Adjusted Pro Forma EBITDA and net debt to Adjusted Pro Forma EBITDA are useful to investors, analysts and Company management because they allow the comparison of the Company's credit strength between periods and to other real estate companies without the effect of items that by their nature are not comparable from period to period to obscure the Company's actual credit quality.

NON-GAAP FINANCIAL MEASURES

NOI RECONCILIATION BY SEGMENT^{1,2} (\$ IN 000'S)

For the Three Months Ended December 31, 2017

	Triple-Net Leased Properties	Senior Living Operations	Office Operations	All Other	Total
Income from continuing operations					\$ 178,835
Adjustments:					
Interest and other income					(5,180)
Interest					111,951
Depreciation and amortization					232,650
General, administrative and professional fees					34,930
Gain on extinguishment of debt, net					(102)
Merger-related expenses and deal costs					1,632
Other					3,986
Loss from unconsolidated entities					4,355
Income tax benefit					(46,680)
Reported Segment NOI	\$ 206,301	\$ 143,332	\$ 134,014	\$ 32,730	\$ 516,377
Adjustments:					
Normalizing adjustment for technology costs		310	—	—	310
NOI not included in same-store	(28,931)	(3,444)	(8,116)	—	(40,491)
Straight-lining of rental income	(608)	—	(5,142)	—	(5,750)
Non-cash rental income	(3,007)	—	(351)	—	(3,358)
Non-segment NOI	—	—	—	(32,730)	(32,730)
	(32,546)	(3,134)	(13,609)	(32,730)	(82,019)
Same-Store cash NOI (Constant Currency)	\$ 173,755	\$ 140,198	\$ 120,405	\$ —	\$ 434,358
Percentage increase	4.2%	(0.1)%	1.5%	—	2.0%

For the Three Months Ended December 31, 2016

Income from continuing operations					\$ 142,575
Adjustments:					
Interest and other income					(84)
Interest					107,739
Depreciation and amortization					232,189
General, administrative and professional fees					31,488
Gain on extinguishment of debt, net					(386)
Merger-related expenses and deal costs					(438)
Other					1,087
Income from unconsolidated entities					(2,207)
Income tax benefit					(2,836)
Reported Segment NOI	\$ 212,049	\$ 146,616	\$ 130,120	\$ 20,342	\$ 509,127
Adjustments:					
NOI not included in same-store	(39,013)	(7,099)	(6,547)	—	(52,659)
Straight-lining of rental income	(1,774)	—	(4,828)	—	(6,602)
Non-cash rental income	(4,782)	—	(131)	—	(4,913)
Non-segment NOI	—	—	—	(20,342)	(20,342)
NOI impact from change in FX	330	854	—	—	1,184
	(45,239)	(6,245)	(11,506)	(20,342)	(83,332)
Same-Store cash NOI (Constant Currency)	\$ 166,810	\$ 140,371	\$ 118,614	\$ —	\$ 425,795

1. Amounts above are adjusted to exclude discontinued operations for all periods presented.
2. Amounts above are not restated for changes between categories from quarter to quarter.

NON-GAAP FINANCIAL MEASURES

NOI RECONCILIATION BY SEGMENT^{1,2} (\$ IN 000'S)

For the Twelve Months Ended December 31, 2017

	Triple-Net Leased Properties	Senior Living Operations	Office Operations	All Other	Total
Income from continuing operations					\$ 643,949
Adjustments:					
Interest and other income					(6,034)
Interest					448,196
Depreciation and amortization					887,948
General, administrative and professional fees					135,490
Loss on extinguishment of debt, net					754
Merger-related expenses and deal costs					10,535
Other					20,052
Loss from unconsolidated entities					561
Income tax benefit					(59,799)
Reported Segment NOI	\$ 844,711	\$ 593,167	\$ 524,566	\$ 119,208	2,081,652
Adjustments:					
Normalizing adjustment for technology costs		3,375	—	—	3,375
NOI not included in same-store	(142,448)	(32,574)	(125,974)	—	(300,996)
Straight-lining of rental income	(3,612)	—	(19,321)	—	(23,133)
Non-cash rental income	(16,738)	—	(942)	—	(17,700)
Non-segment NOI	—	—	—	(119,208)	(119,208)
Same-Store cash NOI (Constant Currency)	(162,818)	(29,199)	(146,437)	(119,208)	(457,662)
Percentage increase	\$ 681,893	\$ 563,968	\$ 378,129	\$ —	\$ 1,623,990
	3.7%	1.3%	2.0%	—	2.5%

For the Twelve Months Ended December 31, 2016

Income from continuing operations					\$ 554,209
Adjustments:					
Interest and other income					(876)
Interest					419,740
Depreciation and amortization					898,924
General, administrative and professional fees					126,875
Loss on extinguishment of debt, net					2,779
Merger-related expenses and deal costs					24,635
Other					9,988
Income from unconsolidated entities					(4,358)
Income tax benefit					(31,343)
Reported Segment NOI	\$ 850,755	\$ 604,328	\$ 444,276	\$ 101,214	2,000,573
Adjustments:					
Modification fee	2,720	—	—	—	2,720
NOI not included in same-store	(158,884)	(49,128)	(65,015)	—	(271,027)
Straight-lining of rental income	(15,411)	—	(12,577)	—	(27,988)
Non-cash rental income	(20,288)	—	1,905	—	(18,383)
Non-segment NOI	—	—	—	(101,214)	(101,214)
NOI impact from change in FX	(1,037)	1,293	—	—	256
Same-Store cash NOI (Constant Currency)	(192,900)	(47,835)	(73,687)	(101,214)	(415,636)
Percentage increase	\$ 657,855	\$ 556,493	\$ 370,589	\$ —	\$ 1,584,937

1. Amounts above are adjusted to exclude discontinued operations for all periods presented.

2. Amounts above are not restated for changes between categories from quarter to quarter.

NON-GAAP FINANCIAL MEASURES

SAME-STORE CASH NOI GUIDANCE^{1,2} (\$ IN 000'S)

	FY2018 - Guidance				
	Tentative / Preliminary and Subject to Change			Non-Segment	Total
	NNN	SHOP	Office		
High End					
Income from Continuing Operations					\$ 505
Depreciation and Amortization ³					881
Interest Expense, G&A, Other Income and Expenses ⁴					615
Reported Segment NOI⁵	\$ 762	\$ 591	\$ 538	\$ 109	2,001
Normalizing Adjustment for Technology Costs ⁶	—	1	—	—	1
Non-Cash and Non-Same-Store Adjustments	(49)	(24)	(82)	(109)	(264)
Same-Store Cash NOI⁶	713	568	456	—	1,738
Percentage Increase	4.0%	(1.0)%	2.75%	NM	2.0%
Modification Fees	—	—	(1)	—	(1)
Adjusted Same-Store Cash NOI⁵	\$ 713	\$ 568	\$ 455	\$ —	\$ 1,737
Adjusted Percentage Increase	4.0%	(1.0)%	2.6%	NM	2.0%
Low End					
Income from Continuing Operations					\$ 484
Depreciation and Amortization ³					861
Interest Expense, G&A, Other Income and Expenses ⁴					615
Reported Segment NOI⁵	\$ 755	\$ 574	\$ 533	\$ 94	1,960
Normalizing Adjustment for Technology Costs ⁶	—	1	—	—	1
Non-Cash and Non-Same-Store Adjustments	(49)	(24)	(81)	(94)	(248)
Same-Store Cash NOI⁶	706	551	452	—	1,713
Percentage Increase	3.0%	(4.0)%	1.75%	NM	0.5%
Modification Fees	—	—	(1)	—	(1)
Adjusted Same-Store Cash NOI⁵	\$ 706	\$ 551	\$ 451	\$ —	\$ 1,712
Adjusted Percentage Increase	3.0%	(4.0)%	1.6%	NM	0.5%
Prior Year					
Income from Continuing Operations					\$ 644
Depreciation and Amortization ³					888
Interest Expense, G&A, Other Income and Expenses ⁴					550
Reported Segment NOI	\$ 845	\$ 593	\$ 525	\$ 119	2,082
Normalizing Adjustment for Technology Costs ⁶	—	3	—	—	3
Non-Cash and Non-Same-Store Adjustments	(161)	(25)	(81)	(119)	(386)
NOI Impact from Change in FX	2	3	—	—	5
Same-Store Cash NOI	686	574	444	—	1,704
Modification Fees	—	—	—	—	—
Adjusted Same-Store Cash NOI	\$ 686	\$ 574	\$ 444	\$ —	\$ 1,704
2018					
GBP (£) to USD (\$)	1.40				
USD (\$) to CAD (C\$)	1.25				

- The Company's guidance constitutes forward-looking statements within the meaning of the federal securities laws and is based on a number of assumptions that are subject to change and many of which are outside the control of the Company. Actual results may differ materially from the Company's expectations, depending on factors discussed in the Company's filings with the Securities and Exchange Commission.
- See table titled "Same-Store Cash NOI by Segment" for detailed breakout of "adjustments" for each respective category.
- Total may not add across due to minor corporate-level adjustments.
- Includes real estate depreciation and amortization, corporate depreciation and amortization of other intangibles.
- Includes interest expense, general and administrative expenses (including stock based compensation), loss on extinguishment of debt, merger-related expenses and real estate losses from unconsolidated entities, income tax benefit, and other income and expenses...
- Represents costs incurred by our operator related to the implementation of new software.



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