Edgar Filing: Brookdale Senior Living Inc. - Form 4

Brookdale S Form 4 March 05, 20	enior Living Inc 014										
					RITIES AND EXCHANGE COMMI shington, D.C. 20549				OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c	NGES IN BENEFICIAL OWNER SECURITIES				NERSHIP OF	Expires: Estimated a burden hour response	•				
may con	Form 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type]	Responses)										
HICKS GEORGE T Symbol			Symbol	uer Name and Ticker or Trading 1 cdale Senior Living Inc. [BKD]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)		f Earliest Ti	U	1110.		(Check	c all applicable)	
(Month/			(Month/I	/03/2014				Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President			
(Street) 4. If Ame			endment, Date Original			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
				· · · · · · · · · · · · · · · · · · ·							
BRENTWC	DOD, TN 37027							Person	·		
(City)	(State)	(Zip)	Tab	le I - Non-E	Derivative	Secu	rities Acqu	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
G				Code V	Amount	or	Price \$	Transaction(s) (Instr. 3 and 4)			
Common Stock	03/03/2014			S <u>(1)</u>	1,483	D	33.275 (2)	189,266	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	5. tionNumber of) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Unde Secur	ele and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships					
i B	Director	10% Owner	Officer	Other		
HICKS GEORGE T 111 WESTWOOD PLACE SUITE 400 BRENTWOOD, TN 37027			Executive Vice President			
Signatures						
/s/ Chad C. White, By Power o Attorney	f	03/05	5/2014			
**Signature of Reporting Person		Da	ite			

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents the sale of shares to satisfy tax withholding obligations due upon the vesting of restricted stock previously granted to the (1) reporting person. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.

This transaction was executed in multiple trades at prices ranging from \$33.261 to \$33.293. The price reported above reflects the
 (2) weighted average sale price. The reporting person hereby undertakes to provide upon request by the staff of the Securities and Exchange Commission, the issuer or a security holder of the issuer full information regarding the number of shares sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.