

Brookdale Senior Living Inc.
Form 4
November 28, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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)

1. Name and Address of Reporting Person *
SHERIFF W E

(Last) (First) (Middle)

111 WESTWOOD PLACE, SUITE 200

(Street)

BRENTWOOD, TN 37027

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Brookdale Senior Living Inc. [BKD]

3. Date of Earliest Transaction (Month/Day/Year)

11/26/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Co-Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/27/2007 | | P | 100 | \$ 28.86 | | D |
| Common Stock | 11/27/2007 | | P | 900 | \$ 28.87 | | D |
| Common Stock | 11/27/2007 | | P | 1,800 | \$ 28.88 | | D |
| Common Stock | 11/27/2007 | | P | 400 | \$ 28.89 | | D |
| Common Stock | 11/27/2007 | | P | 100 | \$ 28.9 | | D |

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| | | | | | | | | |
|--------------|------------|---|-----|---|----------|------------------------|---|---------------------------|
| Common Stock | 11/27/2007 | P | 100 | A | \$ 28.91 | 74,600 | D | |
| Common Stock | 11/27/2007 | P | 100 | A | \$ 28.92 | 74,700 | D | |
| Common Stock | 11/27/2007 | P | 100 | A | \$ 28.94 | 74,800 | D | |
| Common Stock | 11/27/2007 | P | 800 | A | \$ 28.95 | 75,600 | D | |
| Common Stock | | | | | | 249,752 ⁽¹⁾ | I | By GRAT |
| Common Stock | | | | | | 243,552 ⁽²⁾ | I | By Sheriff Financial, LLC |

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.

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

SHERIFF W E
111 WESTWOOD PLACE
SUITE 200
BRENTWOOD, TN 37027

Director 10% Owner Officer Other

Co-Chief Executive Officer

Signatures

/s/ T. Andrew Smith, By Power of
Attorney

11/28/2007

__Signature of Reporting Person

Date

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).
- (1) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on November 12, 2007.
These shares were previously reported as directly beneficially owned but were transferred by the reporting person to Sheriff Financial, LLC, a limited liability company, on November 13, 2007. The reporting person is the sole manager of Sheriff Financial, LLC and holds 100% of the interests in the LLC (either directly or through a grantor retained annuity trust).
- (2) LLC, a limited liability company, on November 13, 2007. The reporting person is the sole manager of Sheriff Financial, LLC and holds 100% of the interests in the LLC (either directly or through a grantor retained annuity trust).

Remarks:

Three of three reports being filed by the reporting person on November 28, 2007 to report transactions occurring on November

Exhibit List

Exhibit 24.1--Power of Attorney (incorporated by reference to Exhibit 24.1 to report one of three filed by the reporting person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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