FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB | APPR | OVAI |
|-----|-------------|------|
| | | |

| OMB Number: | 3235-0287 |
|--------------------------|-----------|
| Estimated average burden | |
| hours per response: | 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | c. coden co(n) of the invocation company rick of to | |
|---|----------|--|--|
| 1. Name and Address of Reporting Person* SHELLEY-KESSLER PAMELA | | 2. Issuer Name and Ticker or Trading Symbol LTC PROPERTIES INC [LTC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) |
| (Last) (First) 31365 OAK CREST DRIV SUITE 200 | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/14/2006 | VP, Controller & Secretary |
| (Street) WESTLAKE VILLAGE CA | 91361 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person |
| (City) (State) | (Zip) | | |

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 | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|---|--|--|---|---------|--|---|--|--|
| | | | Code V | | Amount (A) or (D) | | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Common Stock | | | | | | | | 891 | I | See footnote ⁽¹⁾ | |
| Common Stock | 06/14/2006 | | S | | 200 | D | \$20.69 | 40,000 | D | | |
| Common Stock | 06/14/2006 | | S | | 300 | D | \$20.75 | 39,700 | D | | |
| Common Stock | 06/14/2006 | | S | | 500 | D | \$20.76 | 39,200 | D | | |
| Common Stock | 06/14/2006 | | S | | 100 | D | \$20.77 | 39,100 | D | | |
| Common Stock | 06/14/2006 | | S | | 200 | D | \$20.84 | 38,900 | D | | |
| Common Stock | 06/14/2006 | | S | | 1,100 | D | \$20.85 | 37,800 | D | | |
| Common Stock | 06/14/2006 | | S | | 2,000 | D | \$20.86 | 35,800 | D | | |
| Common Stock | 06/14/2006 | | S | | 1,100 | D | \$20.87 | 34,700 | D | | |
| Common Stock | 06/14/2006 | | S | | 200 | D | \$20.88 | 34,500 | D | | |
| Common Stock | 06/14/2006 | | S | | 1,000 | D | \$20.92 | 33,500 | D | | |
| Common Stock | 06/14/2006 | | S | | 200 | D | \$20.94 | 33,300 | D | | |
| Common Stock | 06/14/2006 | | S | | 1,000 | D | \$20.97 | 32,300 | D | | |
| Common Stock | 06/14/2006 | | S | | 600 | D | \$20.98 | 31,700 | D | | |
| Common Stock | 06/14/2006 | | S | | 8,000 | D | \$21 | 23,700 | D | | |
| Common Stock | 06/14/2006 | | S | | 300 | D | \$21.04 | 23,400 | D | | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|---|--|---|---|---|--|-----|--|--------------------|--|-------------------------------------|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Stock Options | \$5.17 | | | | | | | 10/03/2006 | 10/03/2013 | Common Stock | 1,800 | | 1,800 | D | |

Explanation of Responses:

1. Company contribution/reinvestment of dividend held on shares held in deferred compensation trust. Individuals have no voting rights over such shares.

/s/ Pamela J Shelley-Kessler

06/15/2006

** Signature of Reporting Person

Date

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

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

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 Number.

^{*} 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).