SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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).

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

1. Name and Address of Reporting Person SHELLEY-KESSLER PAMELA			2. Issuer Name and Ticker or Trading Symbol <u>LTC PROPERTIES INC</u> [LTC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				x	Director Officer (give title below)	10% Owner Other (specify below)		
(Last) 31365 OAK CRES SUITE 200	. ,	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2010		SVP, CFO & Secretary			
(Street) WESTLAKE VILLAGE	СА	91361	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv X	dual or Joint/Group Filing (C Form filed by One Reporti Form filed by More than C	ing 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. Transac Code (li 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)
Common Stock								1,000	Ι	spouse IRA
Preferred Series F Stock								2,250	Ι	spouse IRA
Common Stock								1,135	Ι	See footnote ⁽¹⁾
Common Stock	03/01/2010		Α		4,056 ⁽²⁾	Α	\$26.53	40,783	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. Transac Code (Ir 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Reported	Ownership	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	\$23.79							05/15/2010	05/15/2017	Common Stock	10,000		10,000	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.

2. Restricted stock grant. Shares vest equally over three years based on the reporting person's continued employment at each vesting date.

/s/ Pamela J Shelley-Kessler 03/03/2010

** Signature of Reporting Person

Date

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

 * 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).

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.

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