

Brookdale Senior Living Inc.  
Form 4  
November 28, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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  
 Officer (give title below)  Other (specify below)  
**Co-Chief Executive Officer**  
  
6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 <sup>(1)</sup> | I | By GRAT                   |
| Common Stock |            |   |     |   |          | 243,552 <sup>(2)</sup> | 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.**

SEC 1474  
(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<br>111 WESTWOOD PLACE<br>SUITE 200<br>BRENTWOOD, TN 37027 | Director 10% Owner Officer<br><br>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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