

SHELLEY-KESSLER PAMELA
 Form 4
 December 24, 2009

FORM 4

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

OMB APPROVAL

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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 *
 SHELLEY-KESSLER PAMELA

(Last) (First) (Middle)

31365 OAK CREST DRIVE, SUITE 200

(Street)

WESTLAKE VILLAGE, CA 91361

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 LTC PROPERTIES INC [LTC]

3. Date of Earliest Transaction (Month/Day/Year)
 12/22/2009

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)
 SVP, CFO & Secretary

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (D) | Price | | |
| Common Stock | | | | | 1,118 | I | See footnote (1) |
| Common Stock | | | | | 1,000 | I | spouse IRA |
| Preferred Series F Stock | | | | | 2,250 | I | spouse IRA |
| Common Stock | 12/22/2009 | | F | 2,100 A | \$ 23.79 38,827 | D | |
| | 12/22/2009 | | S | 1,800 D | 37,027 | D | |

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| | | | | | | | | |
|--------------|------------|---|--------|---|--|----------|--------|---|
| Common Stock | | | | | | \$ 27.75 | | |
| Common Stock | 12/22/2009 | S | 200 | D | | \$ 27.76 | 36,827 | D |
| Common Stock | 12/22/2009 | S | 100 | D | | \$ 27.81 | 36,727 | D |
| Common Stock | 12/23/2009 | F | 17,900 | A | | \$ 23.79 | 54,627 | D |
| Common Stock | 12/23/2009 | S | 13,507 | D | | \$ 27.6 | 41,120 | D |
| Common Stock | 12/23/2009 | S | 2,112 | D | | \$ 27.61 | 39,008 | D |
| Common Stock | 12/23/2009 | S | 1,800 | D | | \$ 27.75 | 37,208 | D |
| Common Stock | 12/23/2009 | S | 200 | D | | \$ 27.77 | 37,008 | D |
| Common Stock | 12/23/2009 | S | 277 | D | | \$ 27.78 | 36,731 | D |
| Common Stock | 12/23/2009 | S | 4 | D | | \$ 27.8 | 36,727 | 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.

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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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options | \$ 23.79 | 12/22/2009 | | F | | 05/15/2008 | 05/15/2015 | Common Stock | 10,000 |
| Stock Options | \$ 23.79 | 12/23/2009 | | F | | 05/15/2008 | 05/15/2015 | Common Stock | 7,900 |

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| | | | | | | | | |
|---------------|----------|------------|---|--------|------------|------------|--------------|--------|
| Stock Options | \$ 23.79 | 12/23/2009 | F | 10,000 | 05/15/2009 | 05/15/2016 | Common Stock | 10,000 |
| Stock Options | \$ 23.79 | | | | 05/15/2010 | 05/15/2017 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SHELLEY-KESSLER PAMELA 31365 OAK CREST DRIVE SUITE 200 WESTLAKE VILLAGE, CA 91361 | | | SVP, CFO & Secretary | |

Signatures

/s/ Pamela J Shelley-Kessler 12/24/2009

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

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.