

INVESTMENT COMMITTEE CHARTER

Adopted as Amended March 11, 2022

Purpose

The Investment Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Ventas, Inc. (the “*Company*”) will support the Board in overseeing, reviewing and monitoring the Company’s investment and divestiture activities, including by reviewing and approving, or recommending approval by the Board of, proposed investment and divestiture activities (including the financing thereof) in accordance with the Company’s Investment and Divestiture Approval Procedures (as in effect from time to time, the “*I&D Procedures*”).

Membership and Meetings

The Committee will consist of three (3) or more members of the Board, a majority of whom are “independent” under the rules of the New York Stock Exchange. Members of the Committee will be appointed by the Board on the recommendation of the Nominating and Corporate Governance Committee to serve until the next annual meeting of the Board or until his or her successor is duly appointed. If a Chairperson of the Committee is not designated by the Board, the members of the Committee may designate a Chairperson by majority vote.

The Chairperson of the Committee, in consultation with the other Committee members, will determine the frequency and length of the meetings and will set agendas consistent with this Charter. In the absence of the Chairperson, the majority of the members of the Committee present at a meeting will appoint a member to preside at the meeting. The Committee will keep written minutes of its meetings which shall be recorded and filed with the books and records of the Company and will report its actions and recommendations to the Board after each Committee meeting and as the Board may further request.

A majority of the members of the Committee will constitute a quorum to transact business at any meeting. The Committee may take action without a meeting by unanimous written consent of its members. The Committee may adopt such other rules and regulations for calling and holding its meetings and for the transaction of business at such meetings as are necessary or desirable and not inconsistent with the provisions of the Company’s By-Laws, its Guidelines on Governance or this Charter.

Resources

The Committee shall have the resources necessary to discharge its duties and responsibilities. The Company shall provide for appropriate funding, as determined by the Committee, for payment of professional services of any counsel or consultant retained by the Committee. The Committee shall be assisted by appropriate corporate staff and the Committee may obtain assistance from such other persons, who need not be employees of the Company, or organizations as it may deem appropriate, with the expense incurred in their use to be paid by the Company. The foregoing authority includes obtaining advice and assistance from internal or external legal, accounting, financial or other advisors and consultants.

Authorities and Responsibilities

In furtherance of the Committee’s purpose, and in addition to any other responsibilities which may be properly delegated to the Committee by the Board, the Committee will have the following authorities and responsibilities:

1. To consult with management, and provide input from, and information to, the Board regarding investment and divestiture activities and the financing thereof.
2. To review and approve, or recommend approval by the Board of, proposed investment and divestiture activities (including the financing thereof), in accordance with the I&D Procedures.
3. To periodically review the Company's investment policies and procedures, including the I&D Procedures and this Charter; and
4. To support the Board in overseeing, reviewing and monitoring other investment and divestiture activities that might be brought before the Committee.

Governing Documents

The Committee will periodically review this Charter and will recommend any amendments to the Charter that the Committee deems appropriate or necessary to the Nominating and Corporate Governance Committee and Board.

Amendment of this Charter requires the approval of a majority of the members of the Board.