

Ryan Ari
Form 4
March 27, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Ryan Ari

2. Issuer Name and Ticker or Trading Symbol
AVIV REIT, INC. [AVIV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10727 WILSHIRE BLVD., #2001
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/26/2013

____ Director 10% Owner
____ Officer (give title below) ____ Other (specify below)

LOS ANGELES, CA 90024

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 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 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) | Code V Amount (D) Price | | |

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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|--|--|---|
| | | | | | | | |

Edgar Filing: Ryan Ari - Form 4

| | Derivative Security | | Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount Number Shares |
|------------|---------------------|------------|---|-----------|-----------------------|-----------------|--------------|----------------------|
| | | | Code | V (A) (D) | | | | |
| <u>(1)</u> | <u>(2)</u> | 03/26/2013 | J | 20,235 | 03/26/2013 <u>(3)</u> | <u>(3)</u> | Common Stock | 20,2 |
| <u>(1)</u> | <u>(2)</u> | 03/26/2013 | J | 647,038 | 03/26/2013 <u>(3)</u> | <u>(3)</u> | Common Stock | 647,0 |
| <u>(1)</u> | <u>(2)</u> | 03/26/2013 | J | 36,770 | 03/26/2013 <u>(3)</u> | <u>(3)</u> | Common Stock | 36,7 |
| <u>(1)</u> | <u>(2)</u> | 03/26/2013 | J | 1,096,515 | 03/26/2013 <u>(3)</u> | <u>(3)</u> | Common Stock | 1,096, |
| <u>(1)</u> | <u>(2)</u> | 03/26/2013 | J | 35,788 | 03/26/2013 <u>(3)</u> | <u>(3)</u> | Common Stock | 35,7 |
| <u>(1)</u> | <u>(2)</u> | 03/26/2013 | J | 63,118 | 03/26/2013 <u>(3)</u> | <u>(3)</u> | Common Stock | 63,1 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Ryan Ari 10727 WILSHIRE BLVD. #2001 LOS ANGELES, CA 90024 | | | X | |

Signatures

/s/ Ari Ryan 03/27/2013

 Date

**Signature of Reporting Person

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) Represents limited partnership units ("OP Units") of Aviv Healthcare Properties Limited Partnership, a Delaware limited partnership (the "Partnership"), a subsidiary of the Issuer.
 - (2) Each OP Unit is redeemable for cash equal to the then-current market value of one share of the Issuer's common stock or, at the election of the Issuer, for one share of the Issuer's common stock.

The OP Units became redeemable for the Issuer's common stock on March 26, 2013, upon the consummation of the initial public offering of the Issuer and pursuant to the Second Amended and Restated Agreement of Limited Partnership of the Partnership. The OP Units have no expiration date.
 - (3) The OP Units were issued by the Partnership in consideration for the contribution to the Partnership of equity interest in certain entities. The value of the OP Units was \$20 per unit as of the date of the Issuer's initial public offering.

The reporting person disclaims beneficial ownership to the extent he does not have a pecuniary interest in the securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for the purpose of Section 16 or any other purpose.

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.