

EDWARDS JEFFREY G
Form 4
May 23, 2007

FORM 4

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

OMB APPROVAL

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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).

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 *
EDWARDS JEFFREY G

(Last) (First) (Middle)

JGE CAPITAL MANAGEMENT
LLC, ONE MARKET, SPEAR
STREET TOWER, STE 3780

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Brookdale Senior Living Inc. [BKD]

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

05/23/2007

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)

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 05/23/2007 | | P | 36,600 A \$ 44.4 | 636,600 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | | P | 35,000 A \$ 44.45 | 671,600 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | | P | 35,900 A \$ 44.33 | 707,500 | I | By East Peak Partners, |

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| | | | | | | | | |
|--------------|------------|---|--------|---|------------|---------|---|---|
| Common Stock | 05/23/2007 | P | 23,100 | A | \$ 44.3489 | 730,600 | I | L.P. <u>(1)</u> By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 19,400 | A | \$ 44.359 | 750,000 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 24,600 | A | \$ 44.3602 | 774,600 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 10,000 | A | \$ 44.37 | 784,600 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 41,100 | A | \$ 44.3884 | 825,700 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 43,800 | A | \$ 44.3886 | 869,500 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 29,000 | A | \$ 44.3896 | 898,500 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 30,000 | A | \$ 44.3961 | 928,500 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 27,100 | A | \$ 44.3984 | 955,600 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 26,200 | A | \$ 44.4015 | 981,800 | I | By East Peak Partners, L.P. <u>(1)</u> |
| Common Stock | 05/23/2007 | P | 14,800 | A | \$ 44.4169 | 996,600 | I | By East Peak Partners, L.P. <u>(1)</u> |

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| | | | | | | | | |
|--------------|------------|---|--------|---|------------|-----------|---|--|
| Common Stock | 05/23/2007 | P | 25,000 | A | \$ 44.47 | 1,021,600 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 25,200 | A | \$ 44.4996 | 1,046,800 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 17,700 | A | \$ 44.51 | 1,064,500 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 35,400 | A | \$ 44.5207 | 1,099,900 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 53,200 | A | \$ 44.5376 | 1,153,100 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 9,800 | A | \$ 44.5444 | 1,162,900 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 25,200 | A | \$ 44.5451 | 1,188,100 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 2,200 | A | \$ 44.5477 | 1,190,300 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 5,600 | A | \$ 44.55 | 1,195,900 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | 05/23/2007 | P | 4,100 | A | \$ 44.5549 | 1,200,000 | I | By East Peak Partners, L.P. ⁽¹⁾ |
| Common Stock | | | | | | 56,598 | 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

SEC 1474
(9-02)

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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 Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| EDWARDS JEFFREY G JGE CAPITAL MANAGEMENT LLC ONE MARKET, SPEAR STREET TOWER, STE 3780 SAN FRANCISCO, CA 94105 | | X | | |

Signatures

/s/ T. Andrew Smith, By Power of Attorney 05/23/2007

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).
- JGE Capital Management LLC ("JGE Capital Management") is the sole general partner of East Peak Partners, L.P. ("East Peak"). As (1) President and the Principal of JGE Capital Management, Jeffrey G. Edwards makes investment decisions for East Peak. Mr. Edwards disclaims beneficial ownership of the shares held by East Peak, except to the extent of his pecuniary interest therein.

Remarks: Exhibit List

Exhibit 24--Power of Attorney

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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