NEWS RELEASE

Brookdale Announces Pricing of Secondary Offering of Common Stock By Certain Affiliates of Fortress Investment Group LLC

5/28/2014

NASHVILLE, Tenn., May 28, 2014 /PRNewswire/ -- Brookdale Senior Living Inc. (NYSE: BKD) (the "Company") announced today the pricing of an underwritten public offering of 19,421,384 shares of its common stock by certain affiliates of Fortress Investment Group LLC ("Fortress") at a public offering price of $33.00 per share. Following the offering, Fortress will no longer own any shares of the Company. The Company will not sell any shares in the offering and will not receive any of the proceeds from the offering. Morgan Stanley & Co. LLC is acting as sole underwriter for the offering. The offering is being made pursuant to the Company's existing effective shelf registration statement that was previously filed with the Securities and Exchange Commission on June 7, 2011 and only by means of a prospectus and a related prospectus supplement. The offering is expected to close on June 2, 2014.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy any securities nor will there be any sale of these securities in any state or other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or other jurisdiction. Copies of the prospectus supplement and the accompanying prospectus may be obtained from Morgan Stanley & Co. LLC, Attention: Prospectus Department, 180 Varick Street, 2nd Floor, New York, NY 10014, by telephone: +1 (866) 718-1649 or by email: **prospectus@morganstanley.com**.

About Brookdale Senior Living

Brookdale Senior Living Inc. is a leading owner and operator of senior living communities throughout the United States. The Company is committed to providing senior living solutions within properties that are designed,

purpose-built and operated to provide the highest-quality service, care and living accommodations for residents. Currently Brookdale operates independent living, assisted living, and dementia-care communities and continuing care retirement centers, with 647 communities in 36 states and the ability to serve approximately 66,000 residents. Through its ancillary services program, the Company also offers a range of outpatient therapy, home health, personalized living and hospice services.

Safe Harbor

Certain items in this press release may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Those forward-looking statements are subject to various risks and uncertainties and include all statements that are not historical statements of fact and those regarding our intent, belief or expectations, including, but not limited to, statements relating to the offering. Words such as "expect(s)" and similar expressions are intended to identify such forward-looking statements. These statements are based on management's current expectations and beliefs and are subject to a number of factors that could lead to actual results materially different from those described in the forward-looking statements. We can give no assurance that our expectations will be attained. Factors that could cause actual results to differ materially from our expectations include, but are not limited to, the risk that we or the selling stockholders may not be able to satisfy the conditions and successfully complete the offering; and other risks detailed from time to time in our filings with the Securities and Exchange Commission, including our Annual Report on Form 10-K and Quarterly Reports on Form 10-Q. Such forward-looking statements speak only as of the date of this press release. We expressly disclaim any obligation to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in our expectations with regard thereto or change in events, conditions or circumstances on which any statement is based.

SOURCE Brookdale Senior Living Inc.

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