Edgar Filing: WELLTOWER INC. - Form 4

WELLTOWE	R INC.										
Form 4											
May 09, 2016	Δ								PPROVAL		
	UNITED	STATES		RITIES A Ashington			COMMISSION	OMB Number:	3235-0287		
Check this if no longer	r		Expires:	January 31, 2005							
subject to Section 16. Form 4 or	SIAIEN	AENT OI	Estimated burden hou response	average Jrs per							
Form 5 obligations may contin <i>See</i> Instruct 1(b).	ue. Section 17(a) of the l	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Sectio 940	on			
(Print or Type Re	sponses)										
1. Name and Add IBELE ERIN	dress of Reporting C	Person [*]	Symbol	er Name an TOWER		-	5. Relationship o Issuer				
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check all applicable)				
4500 DORR STREET			(Month/Day/Year) 05/06/2016				Director 10% Owner X Officer (give title Other (specify below) below) below) EVP-Head Human Cap.&Corp.Secy.				
TOLEDO, OF	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 							
(City)	(State)	(Zip)	Tał	ole I - Non-l	Derivative	Securities A	cquired, Disposed o	of, or Beneficia	lly Owned		
	Transaction Date Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Repor	t on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly o	or indirectly.				
					inforn requii	nation cont red to respo ays a currer	pond to the collect ained in this form and unless the for htly valid OMB col	are not m	SEC 1474 (9-02)		
	Tab					posed of, or convertible s	Beneficially Owned securities)	l			

1. Title of Derivative	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amou
Security	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Expiration Date	Underlying Securi
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: WELLTOWER INC. - Form 4

	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	l of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nui of Sha
Performance-Based Restricted Stock Units	(1)	05/06/2016		A		1,555		<u>(1)</u>	<u>(1)</u>	Common	1,

Reporting Owners

Reporting Owner Name / Addre	ess	Relationships							
	Director	10% Owner	Officer	Other					
IBELE ERIN C 4500 DORR STREET TOLEDO, OH 43615			EVP-Head Human Cap.&Corp.Secy.						
Signatures									
By: Erin C. Ibele	05/09/2016								
<u>**</u> 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).

The performance-based restricted stock units granted under the Amended and Restated Welltower 2005 Long-Term Incentive Plan are target shares as defined in the 2016-2018 Long-Term Incentive Program. Final share amounts will be determined at the conclusion of the

(1) target shares as defined in the 2010-2018 Long-Term incentive Program. Final share amounts will be determined at the conclusion of the performance period based on the Company's total shareholder return as determined by the Compensation Committee of the Board of Directors. Each restricted stock unit represents the right to receive one share of HCN's common stock.

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.