

WELLTOWER INC.
Form 3
August 05, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Kerr Mercedes		(Month/Day/Year)	WELLTOWER INC. [HCN]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		07/28/2016		
4500 DORR STREET			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP-Business Development	
TOLEDO,Â OHÂ 43615			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	33,664	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Option (Right-to-Buy)	01/15/2015 ⁽¹⁾	01/28/2020	Common	551 ⁽¹⁾	\$ 43.29	D	Â
Option (Right-to-Buy)	01/15/2015 ⁽²⁾	01/27/2021	Common	2,239 ⁽²⁾	\$ 49.17	D	Â
Option (Right-to-Buy)	01/15/2015 ⁽³⁾	01/28/2022	Common	1,552 ⁽³⁾	\$ 57.33	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kerr Mercedes 4500 DORR STREET TOLEDO, OH 43615	Â	Â	Â	EVP-Business Development Â

Signatures

By Matthew McQueen Attorney-in-Fact for Mercedes
T. Kerr

08/05/2016

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Options for the purchase of 2,757 shares of common stock were granted to Ms. Kerr on January 28, 2010. Options for the purchase of 2,206 shares have previously been exercised. Options for the purchase of 551 shares vested on January 15, 2015.
- Options for the purchase of 5,599 shares of common stock were granted to Ms. Kerr on January 27, 2011. Options for the purchase of 3,360 shares have previously been exercised. Options for the purchase of 1,120 shares vested on January 15, 2015 and options for the purchase of 1,119 shares vested on January 15, 2016.
- (2) Options for the purchase of 2,588 shares of common stock were granted to Ms. Kerr on January 26, 2012. Options for the purchase of 1,036 shares have previously been exercised. Options for the purchase of 518 shares vested on January 15, 2015, options for the purchase of 517 shares vested on January 15, 2016 and options for the purchase of 517 shares will vest on January 15, 2017.
- (3) Options for the purchase of 2,588 shares of common stock were granted to Ms. Kerr on January 26, 2012. Options for the purchase of 1,036 shares have previously been exercised. Options for the purchase of 518 shares vested on January 15, 2015, options for the purchase of 517 shares vested on January 15, 2016 and options for the purchase of 517 shares will vest on January 15, 2017.

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.