HEALTH CARE REIT INC /DE/

Form 4 May 09, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

OMB APPROVAL

OMB Number:

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

3235-0287

Estimated average burden hours per

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

may continue. See Instruction

obligations

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

BALLARD WILLIAM C JR		HEAL	Symbol HEALTH CARE REIT INC /DE/ [HCN]		Issuer (Check all applicable)			
(Last)	(First)		of Earliest Transaction /Day/Year)	Officer (_X_ Director 10% Owner Officer (give title Other (specify			
C/O HEALTH CARE REIT, INC., 4500 DORR STREET				below)	below)			
			nendment, Date Original		6. Individual or Joint/Group Filing(Check			
TOLEDO, O	ОН 43615	Filed(M	Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Pe Form filed by More than One Re Person					
(City)	(State)	(Zip) Ta	ble I - Non-Derivative Securiti		d of, or Benefic	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	05/06/2011		M 164 A \$	0 15,956	D			
Common Stock				6,700	I	Charitable Remainder Trust (2)		
Common Stock				1,800	I	Charitable Remainder Trust (3)		
Common				1,800	I	Charitable		

Remainder

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

164 05/06/2011(6) 05/06/2011(6) Common

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable	le and Expiration	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Date		Underlying S	Securities
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities				
	Derivative				Acquired				
	Security				(A) or				
					Disposed				
					of (D)				
					(Instr. 3, 4,				
					and 5)				
									Amount
									or
						Date Exercisable	Expiration Date	Title	Number
							F		of
				Code V	(A) (D)				Shares
					(-)				
Deferred									

M

Reporting Owners

\$ 0 (6)

Reporting Owner Name / Address	Kelationships					
	Director	10% Owner	Officer	Other		
BALLARD WILLIAM C JR C/O HEALTH CARE REIT, INC. 4500 DORR STREET TOLEDO, OH 43615	X					

05/06/2011

Signatures

Stock

Units

By: Erin C. Ibele Attorney-in-Fact For: William C. Ballard, Jr.

Ballard, Jr. 05/09/2011

**Signature of Reporting Person Date

Reporting Owners 2

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) The reported transaction was a vesting of 164 deferred stock units on May 6, 2011, resulting in the issuance of 164 shares of common stock. No amount was payable in connection with the vesting or the common stock issuance.
- (2) William C. Ballard, Jr. Trustee Charitable Remainder Trust #1 for the benefit of Julie W. Ballard.
- (3) William C. Ballard, Jr. Trustee Charitable Remainder Trust #2 for the benefit of Elizabeth Ballard Lebhar.
- (4) William C. Ballard Jr. Trustee Charitable Remainder Trust #3 for the benefit of William C. Ballard, III.
- (5) Indirect Ownership by Spouse, Julie W. Ballard.
- These deferred stock units were granted without cash consideration on May 6, 2010 under the Amended and Restated Health Care REIT, Inc. 2005 Long-Term Incentive Plan. Each deferred stock unit represents a right to receive one share of common stock of Health Care
- REIT, Inc. at the time of vesting of the unit. These deferred stock units vest in three installments, with 164 units having vested on May 6, 2011, 164 units vesting on May 6, 2012 and 163 units vesting on May 6, 2013.
- Includes (i) 675 deferred stock units granted on January 29, 2009 vesting on January 29, 2012, (ii) 1,155 deferred stock units granted on January 28, 2010 with 578 units vesting on January 28, 2012 and 577 units vesting on January 28, 2013; (iii) 327 deferred stock units granted on May 6, 2010, with 164 units vesting on May 6, 2012 and 163 units vesting on May 6, 2013; and (iv) 1,933 deferred stock units granted on January 27, 2011, with 645 units vesting on January 27, 2012 and 644 units vesting on January 27 of each of 2013 and 2014.

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.