

IBELE ERIN C
Form 4
March 08, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
IBELE ERIN C

2. Issuer Name and Ticker or Trading Symbol
HEALTH CARE REIT INC /DE/ [HCN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4500 DORR STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP-Admin. & Corp. Secy.

TOLEDO, OH 43615

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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)
			Code	V Amount (A) or (D) Price			
Common Stock	03/07/2013		M	1,825 A \$ 40.83	58,514	D	
Common Stock	03/07/2013		M	2,819 A \$ 37	61,333	D	
Common Stock	03/07/2013		M	4,703 A \$ 43.29	66,036	D	
Common Stock	03/07/2013		S	9,347 D \$ 65.479	56,689	D	

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

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SEC 1474
(9-02)

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)
Option (Right to Buy)	\$ 40.83	03/07/2013		M	1,825	01/15/2013 ⁽¹⁾ 01/21/2018	Common 1,825 ⁽¹⁾
Option (Right to Buy)	\$ 37	03/07/2013		M	2,819	01/15/2013 ⁽³⁾ 01/29/2019	Common 5,638 ⁽³⁾
Option (Right to Buy)	\$ 43.29	03/07/2013		M	4,703	01/15/2011 ⁽⁴⁾ 01/28/2020	Common 7,837 ⁽⁴⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IBELE ERIN C 4500 DORR STREET TOLEDO, OH 43615			Sr. VP-Admin. & Corp. Secy.	

Signatures

Erin C. Ibele 03/08/2013
 **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).

(1)

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Options for the purchase of 9,129 shares of common stock at \$40.83 per share were granted to Ms. Ibele on January 21, 2008, which grant has previously been reported. The partial exercise of these options for the purchase of 7,304 shares has previously been reported. Of the remaining options, options for the purchase of 1,825 shares vested on January 15, 2013.

- (2) The options were granted under the Health Care REIT, Inc. 2005 Long-Term Incentive Plan and had no acquisition price.

- (3) Options for the purchase of 14,096 shares of common stock at \$37.00 per share were granted to Ms. Ibele on January 29, 2009, which grant has previously been reported. The partial exercise of these options for the purchase of 8,458 shares has previously been reported. Of the remaining options, options for the purchase of 2,819 shares vested on January 15, 2013 and options for the purchase of 2,819 shares will vest on January 15, 2014.

- (4) Options for the purchase of 7,837 shares at \$43.29 per share were granted to Ms. Ibele on January 28, 2010, which grant has previously been reported. Options for the purchase of 1,568 shares vested on January 15 of each of 2011 and 2012, options for the purchase of 1,567 shares vested on January 15, 2013 and options for the purchase of 1,567 shares will vest on January 15 of each of 2014 and 2015.

- (5) The options were granted under the Amended and Restated Health Care REIT, Inc. 2005 Long-Term Incentive Plan and had no acquisition price.

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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