Edgar Filing: Whitelaw Gary - Form 4

Form 4	,								
July 28, 201	ЛЛ						-	PPROVAL	
-	UNITED		IRITIES A ashington			COMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to SECURITIES								January 31, 2005 average urs per . 0.5	
(Print or Type	Responses)								
1. Name and Whitelaw (Symbo	2. Issuer Name and Ticker or Trading Symbol WELLTOWER INC. [HCN]			5. Relationship of Reporting Person(s) to Issuer				
(Last) 4500 DOR	(Month	3. Date of Earliest Transaction (Month/Day/Year) 07/26/2017			(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner below) Other (specify below)				
	(Street)		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 			
TOLEDO,	OH 43615					Person	wore than one R	epotting	
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	1 ()		Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	port on a separate line	e for each class of se				or indirectly.			
				inforn requir	nation cont red to resp	spond to the collect tained in this form ond unless the for ntly valid OMB col	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and Expiration	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Date	Underlying Securities
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities		

number.

	Derivative Security			(A) or Disposed of (D)	Disposed of (D) (Instr. 3, 4,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	\$ 0 <u>(1)</u>	07/26/2017	А		832		07/26/2018 <u>(1)</u>	07/26/2018(1)	Common	832 <u>(1)</u>

Reporting Owners

Reporting Owner Name / Address		Relationsh			
	Director	10% Owner	Officer	Other	
Whitelaw Gary 4500 DORR STREET TOLEDO, OH 43615	Х				
Signatures					
By: Matthew G. McQueen Atte Whitelaw		07/28/2017			
<u>**</u> Signature of Rep		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).
- These deferred stock units were granted without cash consideration on July 26, 2017 under the Welltower Inc. 2016 Long-Term Incentive
 (1) Plan. Each deferred stock unit represents a right to receive one share of common stock of Welltower Inc. at the time of vesting of the unit. These deferred stock units vest in one installment on the first anniversary of the grant date.

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.