

WELLTOWER INC.

Form 3

August 05, 2016

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *Kerr Mercedes
(Last) (First) (Middle)

4500 DORR STREET

(Street)

TOLEDO, OH 43615

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
07/28/20163. Issuer Name and Ticker or Trading Symbol
WELLTOWER INC. [HCN]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
EVP-Business Development5. 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 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

A

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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)Date Exercisable Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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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				Other
	Director	10% Owner	Officer		
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.

(2) 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.

(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.

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