

Goodey John  
Form 3  
October 05, 2017

# 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 Goodey John		(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)
4500 DORR STREET				
(Street)			(Check all applicable)	
			___ Director	___ 10% Owner
			__X__ Officer	___ Other
			(give title below)	(specify below)
			Chief Financial Officer	
TOLEDO,Â OHÂ 43615			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	__X__ 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	27,089.6328	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)	
Performance-Based Restricted Stock Units	Â (1)	Â (1)	Common	943 (1)	\$ 0 (1)	D	Â
Performance-Based Restricted Stock Units	Â (2)	Â (2)	Common	526 (2)	\$ 0 (2)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goodey John 4500 DORR STREET TOLEDO, OH 43615	Â	Â	Â Chief Financial Officer	Â

## Signatures

By: Matthew G. McQueen, Attorney-in-Fact For: John Goodey 10/05/2017

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) The performance-based restricted stock units were granted under the Welltower Inc. 2016 Long-Term Incentive Plan. Final shares amounts will be determined at the conclusion of the performance period (2017-2018) based on the Company's total shareholder return as determined by the Compensation Committee of the Board of Directors. Each restricted stock unit represents the right to receive one share of HCN's common stock.

(2) The performance-based restricted stock units were granted under the Welltower Inc. 2016 Long-Term Incentive Plan. Final shares amounts will be determined at the conclusion of the performance period (2017-2019) based on the Company's total shareholder return as determined by the Compensation Committee of the Board of Directors. Each restricted stock unit represents the right to receive one share of HCN's common stock.

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.