HEALTH CARE REIT INC /DE/

Form 4 June 06, 2008

FORM 4

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

OMB 3235-0287 Number:

burden hours per

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1 Name and Address of Departing De

			Symbol	HEALTH CARE REIT INC /DE/					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(Last)	(First)	(Middle)	3. Date of (Month/D 06/04/2)	ay/Year)		ansaction			DirectorX Officer (give below)	e titleOthe	Owner or (specify	
(Street) 4. If An				4. If Ame	f Amendment, Date Original ed(Month/Day/Year)					Senior Vice President 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(State)	e I - Non-	-D	erivative S	Securi	ities Acqu	ired, Disposed of, or Beneficially Owned					
	1.Title of Security (Instr. 3)	2. Transaction De (Month/Day/Yea	er) Execution any	med on Date, if Day/Year)	3. Transact Code (Instr. 8))	4. Securitin(A) or Dis (Instr. 3, 4)	posed	of (D)	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)	
	Common Stock	06/04/2008			M	•	2,705	A	\$ 26.61	17,098.34	D		
	Common Stock	06/04/2008			M		3,381	A	\$ 26.61	20,479.34	D		
	Common Stock	06/04/2008			M		165	A	\$ 26.61	20,644.34	D		
	Common Stock	06/04/2008			M		3,216	A	\$ 26.61	23,860.34	D		
	Common Stock	06/04/2008			M		1,127	A	\$ 33.51	24,987.34	D		

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Common Stock	06/04/2008	M	4,509	A	\$ 33.51	29,496.34	D
Common Stock	06/04/2008	M	856	A	\$ 32.8	30,352.34	D
Common Stock	06/05/2008	M	15,376	A	\$ 32.8	45,728.34	D
Common Stock	06/05/2008	M	8,116	A	\$ 32.6	53,844.34	D
Common Stock	06/05/2008	S	35,746	D	\$ 48.6	18,098.34	D

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

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.

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 26.61	06/04/2008		M		2,705	12/20/2006	08/15/2012	Common	2,705
Option (Right to Buy)	\$ 26.61	06/04/2008		M		3,381	12/20/2006	08/04/2013	Common	3,381
Option (Right to Buy)	\$ 26.61	06/04/2008		M		165	12/20/2006	07/25/2014	Common	165
Option (Right to Buy)	\$ 26.61	06/04/2008		M		3,216	12/20/2006	07/26/2014	Common	3,216
Option (Right to Buy)	\$ 33.51	06/04/2008		M		1,127	12/20/2006	07/25/2015	Common	1,127

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Option (Right to Buy)	\$ 33.51	06/04/2008	M	4,509	12/20/2006	07/25/2015	Common	4,509
Option (Right to Buy)	\$ 32.8	06/04/2008	M	856	12/20/2006	12/19/2015	Common	16,232
Option (Right to Buy)	\$ 32.8	06/05/2008	M	15,376	12/20/2006	12/19/2015	Common	15,376
Option (Right to Buy)	\$ 32.6	06/05/2008	M	8,116	12/20/2006	07/31/2016	Common	8,116

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Loftus Daniel R

ONE SEAGATE, SUITE 1500 Senior Vice President

TOLEDO, OH 43604

Signatures

By: Erin C. Ibele Attorney-in-Fact For: Daniel R.

Loftus 06/06/2008

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Reporting Owners 3

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).