OSTER SHARON M

Form 4 May 07, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue.

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

See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * OSTER SHARON M			2. Issuer Name <b>and</b> Ticker or Trading Symbol HEALTH CARE REIT INC /DE/ [HCN]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)  C/O HEALT: INC., 4500 D			3. Date of Earliest Transaction (Month/Day/Year) 05/06/2013	X Director 10% Owner Officer (give title Other (specify below)			
TOLEDO, O	(Street) H 43615		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 Person			
(City)	(State)	(Zip)	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. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)  (A)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	05/06/2013		Code V	Amount 163	or (D)	Price \$ 0 (1)	Transaction(s) (Instr. 3 and 4) 23,264	D	
Common							17 000	ī	Indirect Ownership

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control

by Spouse, Ray Fair

(9-02)

#### Edgar Filing: OSTER SHARON M - Form 4

number.

#### 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)	4. Transactic Code (Instr. 8)		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
Deferred Stock Units	\$ 0 (2)	05/06/2013	M	163	05/06/2013(2)	05/06/2013(2)	Common	163 <u>(1)</u>

## **Reporting Owners**

Reporting Owner Name / Address	Kciationships					
	Dimanton	1007 Orringa	Occ.	041		

Director 10% Owner Officer Other

Dalationahin

OSTER SHARON M C/O HEALTH CARE REIT, INC. 4500 DORR STREET **TOLEDO, OH 43615** 

X

### **Signatures**

By: Erin C. Ibele Attorney-in-Fact For: Sharon M. Oster

05/07/2013

\*\*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).
- The reported transaction was a vesting of 163 deferred stock units on May 6, 2013, resulting in the issuance of 163 shares of common stock. No amount was payable in connection with the vesting or the common stock issuance.
- These deferred stock units were granted without cash consideration on May 6, 2010 under the Amended and Restated Health Care REIT, Inc. 2005 Long-Term Incentive Plan. Each deferred stock unit represents a right to receive one share of common stock of Health Care REIT, Inc. at the time of vesting of the unit. These deferred stock units vest in three installments, with 164 units having vested on May 6 of each of 2011 and 2012 and 163 units having vested on May 6, 2013.
- Includes: (i) 644 deferred stock units granted on January 27, 2011, with 644 units vesting on January 27, 2014; (ii) 1,105 deferred stock units granted on January 26, 2012, with 553 units vesting on January 26, 2014 and 552 units vesting on January 26, 2015; and (iii) 1,534 deferred stock units granted on February 7, 2013, with 512 units vesting on February 7, 2014 and 511 units vesting on February 7 of each of 2015 and 2016.

Reporting Owners 2

#### Edgar Filing: OSTER SHARON M - Form 4

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.