HCP, INC. Form 3

FORM 3 UNITED STATI			TES SECURITIES AND EXCHANGE COMMISSI		MISSION	ON OMB APPROVAL			
	•		Washington, D.C. 20549			OMB Number:	3235-0104		
		INITIAL S	STATEMENT OF BE		OWNERSH	IIP OF	Expires:	January 31, 2005	
		on 17(a) of	SECUR t to Section 16(a) of the t the Public Utility Hold 0(h) of the Investment 0	e Securities H ing Compan	y Act of 193		Estimated burden hou response on	average urs per	
(Print or Type R	esponses)								
1. Name and Address of Reporting Person <u>*</u> Hoffmann James P			2. Date of Event Requiring Statement (Month/Day/Year)	³ 3. Issuer Name and Ticker or Trading Symbol HCP, INC. [HCP]					
(Last)	(First)	(Middle)	07/31/2014	4. Relationsh Person(s) to	ionship of Reporting s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)		
1920 MAIN STREET, SUITE 1200				(Checl	(Check all applicable)				
IRVINE, C	(Street)	4		X Directo Officer (give title belo	Othe	r Filir ow) <u>X</u> Perso	dividual or Join ng(Check Applica Form filed by Or on Form filed by Mo orting Person	able Line) ne Reporting	
(City)	(State)	(Zip)	Table I -	Non-Deriva	ivative Securities Beneficially Owned				
1.Title of Securi (Instr. 4)	ity		2. Amount Beneficially (Instr. 4)	of Securities y Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature o Ownership (Instr. 5)	f Indirect Bene	ficial	
Common Sto	ock		20,000		D	Â			
Reminder: Repo owned directly o			ach class of securities benefic	cially	SEC 1473 (7-02	2)			
	infor requi	mation cont red to respo	spond to the collection o ained in this form are no ond unless the form disp MB control number.	ot					

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
	(Instr. 4)	Price of	Derivative	
	Title	Derivative	Security:	
		Security	Direct (D)	
	Expiration Date	(Month/Day/Year) Derivative Security (Instr. 4)	Expiration Date (Month/Day/Year)Securities Underlying Derivative Security (Instr. 4)Conversion 	Expiration Date (Month/Day/Year)Securities Underlying Derivative Security (Instr. 4)Conversion or ExerciseOwnership or ExerciseTitleTitleDerivative Security:Ownership or ExerciseForm of Derivative

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Date	Expiration	Amount or	or Indirect
Exercisable	Date	Number of	(I)
		Shares	(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Hoffmann James P 1920 MAIN STREET SUITE 1200 IRVINE, CA 92614	ÂX	Â	Â	Â	
Signatures					

/s/ Troy E. McHenry, SVP, Legal and Human Resources (Attorney-In-Fact) 08/04/2014 <u>**</u>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).

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.