



# Business Update

November 2021

welltower

# Forward Looking Statements and Risk Factors

This document contains “forward-looking statements” as defined in the Private Securities Litigation Reform Act of 1995. When Welltower uses words such as “may,” “will,” “intend,” “should,” “believe,” “expect,” “anticipate,” “project,” “pro forma,” “estimate” or similar expressions that do not relate solely to historical matters, Welltower is making forward-looking statements. Forward-looking statements, including statements related to Funds From Operations guidance, are not guarantees of future performance and involve risks and uncertainties that may cause Welltower’s actual results to differ materially from Welltower’s expectations discussed in the forward-looking statements. This may be a result of various factors, including, but not limited to: the successful completion of the transactions; the duration and scope of the COVID-19 pandemic; the impact of the COVID-19 pandemic on occupancy rates and on the operations of Welltower and its operators/tenants; actions governments take in response to the COVID-19 pandemic, including the introduction of public health measures and other regulations affecting Welltower’s properties and the operations of Welltower and its operators/tenants; uncertainty regarding the implementation and impact of the CARES Act and future stimulus or other COVID-19 relief legislation; the effects of health and safety measures adopted by Welltower and its operators/tenants related to the COVID-19 pandemic; increased operational costs as a result of health and safety measures related to COVID-19; the impact of the COVID-19 pandemic on the business and financial condition of operators/tenants and their ability to make payments to Welltower; disruptions to Welltower’s property acquisition and disposition activity due to economic uncertainty caused by COVID-19; general economic uncertainty in key markets as a result of the COVID-19 pandemic and a worsening of global economic conditions or low levels of economic growth; the status of capital markets, including availability and cost of capital; issues facing the health care industry, including compliance with, and changes to, regulations and payment policies, responding to government investigations and punitive settlements and operators’/tenants’ difficulty in cost effectively obtaining and maintaining adequate liability and other insurance; changes in financing terms; competition within the health care and seniors housing industries; negative developments in the operating results or financial condition of operators/tenants, including, but not limited to, their ability to pay rent and repay loans; Welltower’s ability to transition or sell properties with profitable results; the failure to make new investments or acquisitions as and when anticipated; natural disasters and other acts of God affecting Welltower’s properties; Welltower’s ability to re-lease space at similar rates as vacancies occur; Welltower’s ability to timely reinvest sale proceeds at similar rates to assets sold; operator/tenant or joint venture partner bankruptcies or insolvencies; the cooperation of joint venture partners; government regulations affecting Medicare and Medicaid reimbursement rates and operational requirements; liability or contract claims by or against operators/tenants; unanticipated difficulties and/or expenditures relating to future investments or acquisitions; environmental laws affecting Welltower’s properties; changes in rules or practices governing Welltower’s financial reporting; the movement of U.S. and foreign currency exchange rates; Welltower’s ability to maintain Welltower’s qualification as a REIT; key management personnel recruitment and retention; and other risks described in Welltower’s reports filed from time to time with the SEC. Finally, Welltower undertakes no obligation to update or revise publicly any forward-looking statements, whether because of new information, future events or otherwise, or to update the reasons why actual results could differ from those projected in any forward-looking statements.

# Seniors Housing Update

# Recent Highlights | Seniors Housing Operating Portfolio

## Acceleration in Occupancy Growth Despite Surge in National COVID-19 Cases

- **Seniors Housing Operating (SHO) portfolio spot occupancy increased approximately 210bps during the third quarter to 76.7%, exceeding guidance of an approximate gain of 190bps<sup>(1)</sup>**
  - During the quarter, US and UK SHO portfolios reported spot occupancy gains of approximately 260bps and 300bps, respectively. Canada reported a spot occupancy gain of approximately 70bps after posting a decline of 60bps in the preceding quarter
  - As of September 30, 2021, the US and UK SHO portfolios reported occupancy gains of approximately 600bps and 540bps, respectively, since March 12, 2021
  - Demand remained robust through the quarter as evidenced by record absorption levels in the seniors housing industry, despite a surge in national COVID-19 cases<sup>(2)</sup>

## US and UK Same Store Revenue Growth Accelerated through Third Quarter; Further Acceleration Expected in 2022

- **Third quarter 2021 marked an inflection point for US and UK SHO same store portfolio revenue growth, increasing year over year for the first time since pre-COVID. This trend accelerated into quarter-end and is expected to continue in 2022**
  - SHO portfolio achieved 2.2% same store REVPOR growth in 3Q2021, resulting in strong 3.5% sequential same store revenue growth<sup>(3)</sup>
- **Strong revenue growth is expected in 2022 driven by accelerating pricing power and continued occupancy growth in the seniors housing (SH) segment**
  - Rate growth is expected to improve significantly in 2022, as strengthening fundamentals and favorable attributes of WELL's portfolio amplify historically resilient rental rates across the SH industry
- Expenses were elevated in 3Q2021, driven by higher seasonal utility costs and a rise in labor expenses resulting from an increase in the utilization of contract labor<sup>(4)</sup>
  - **Operators have recently observed signs of improving labor market conditions, including an increase in the number of applicants for open positions**

## Outlook for SHO Portfolio Remains Favorable with Strong Pricing Power Expected to Continue

- Lead generation remains consistent with pre-COVID levels; headline risk regarding Delta variant has been largely offset by significantly higher vaccination rates within SH communities as compared to broader society
- Move in activity remains robust, increasing 9% sequentially in 3Q2021 as compared to 2Q2021
  - August and September move ins meaningfully exceeded those experienced in 2019 despite a national rise in COVID-19 cases across our geographies
- **Operators are increasingly encouraged by the outlook for rate growth in 2022 which is expected to mitigate potential expense pressures**
- **Operators anticipate moderation in use of contract labor as hiring momentum continues to build**
- Enhancing the resident experience and driving further improvement in fundamentals through innovation and strategic partnerships across Welltower's platform
  - Initiated a program with a national payor to deliver wellness coordination services through the presence of onsite Wellness Advisors to senior residents in the New York market. This partnership, the third such program across Welltower's seniors housing portfolio, will strengthen residents' connection to health care and wellness resources, enabling aging in place and improved quality of life

1. Spot occupancy represents approximate month end occupancy at our share for 591 properties in operation as of December 31, 2020, including unconsolidated properties but excluding acquisitions, executed dispositions, development conversions and one property closed for redevelopment since this date

2. National Investment Center for Seniors Housing & Care

3. See Supplemental Financial Measures at the end of this presentation for reconciliations

4. Refer to 3Q21 Supplemental Information published on November 4, 2021

# SHO Portfolio | 3Q2021 Observations

## Revenues

- Third quarter 2021 marked an inflection point for US and UK SHO portfolio revenue growth, increasing year over year for the first time since pre-COVID. This trend accelerated into quarter-end and is expected to continue in future periods
- SHO portfolio spot occupancy increased 210bps in 3Q2021, exceeding guidance of an approximate gain of 190bps<sup>(1)</sup>
- Rental rates across our asset classes remained healthy in 3Q2021 with same store REVPOR<sup>(2)</sup> growth of 2.2% during 3Q2021
  - **Rate growth is expected to accelerate in 2022, as improving fundamentals and favorable attributes of WELL's portfolio amplify historically resilient rental rates across the industry**
- Move in activity increased 9% sequentially in 3Q2021 as compared to 2Q2021
  - **August and September move ins substantially exceeded 3Q2019 levels**

## Expenses

- Total same store pro rata expenses increased in 3Q2021 from 2Q2021 driven by higher seasonal utility costs and a rise in labor expenses resulting from an increase in the utilization of contract labor<sup>(3)</sup>
- Same store SHO portfolio incurred approximately \$4.5 million in pro rata COVID-related property level expenses, net of reimbursements in 3Q2021<sup>(4)</sup>
- Overall same store SHO portfolio expenses are expected to remain elevated in the near-term due to reliance on contract and third-party agency staff resulting from the increase in portfolio occupancy and challenging labor market
  - **Pricing power across our SHO portfolio remains robust and we are encouraged by the resiliency and outlook for rate growth**
  - **Operators have recently observed signs of improving labor market conditions, including an increase in the number of applicants for open positions**

1. Spot occupancy represents approximate month end occupancy at our share for 591 properties in operation as of December 31, 2020, including unconsolidated properties but excluding acquisitions, executed dispositions, development conversions and one property closed for redevelopment since this date

2. Represents SHO same store portfolio of 527 properties at pro rata ownership. See Supplemental Financial Measures at the end of this presentation for reconciliations

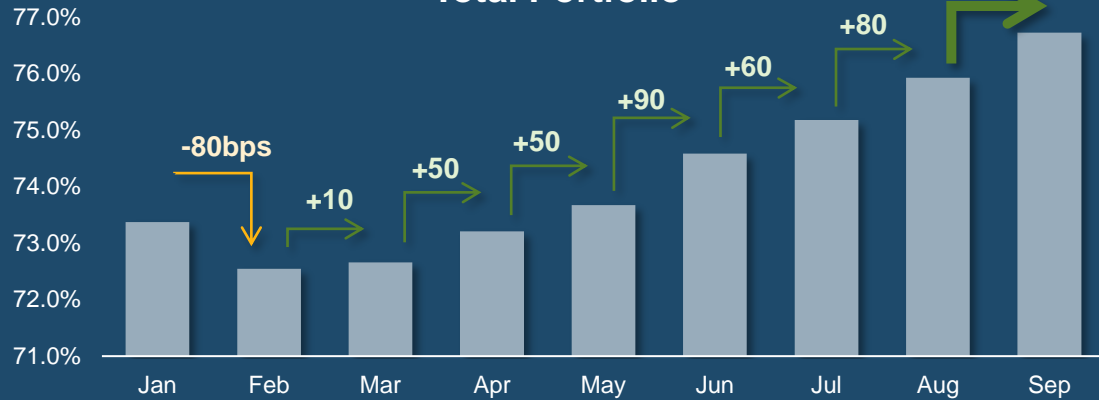
3. Refer to 3Q21 Supplemental Information published on November 4, 2021

4. Reimbursements received during the third quarter of \$5.2 million related to the HHS Provider Relief Fund and similar reimbursements in the UK and Canada related to out of period expenses and have been excluded from same store NOI

# SHO Portfolio | Occupancy Trends<sup>(1)</sup>

Occupancy gains have accelerated through 3Q despite surge of COVID-19 cases across US, UK, and Canada

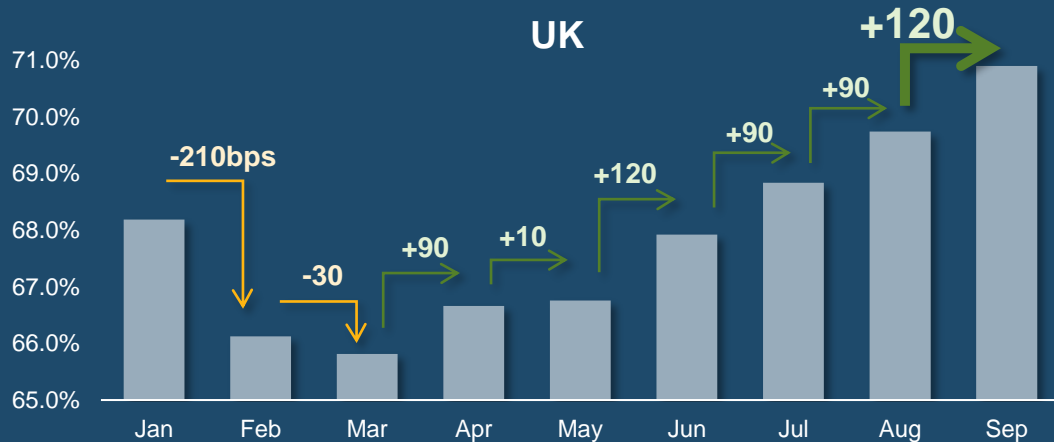
### Total Portfolio



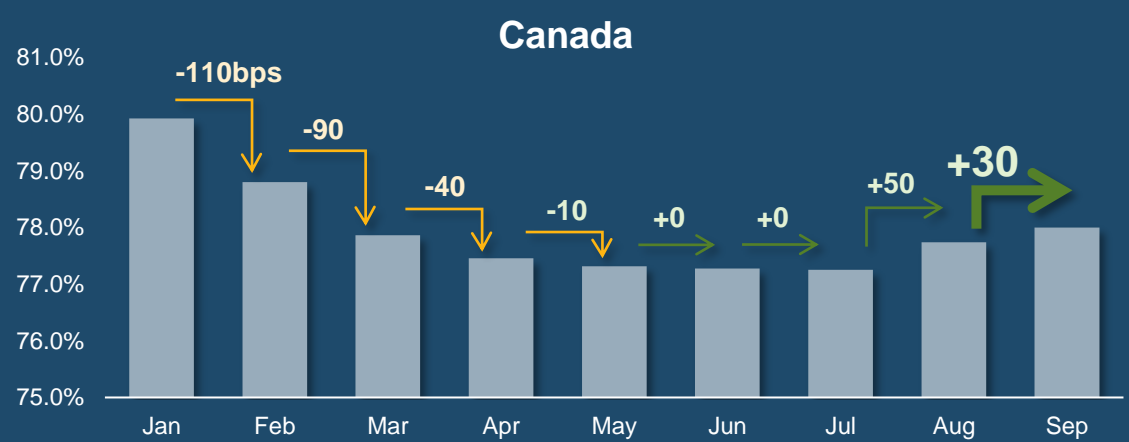
### US



### UK

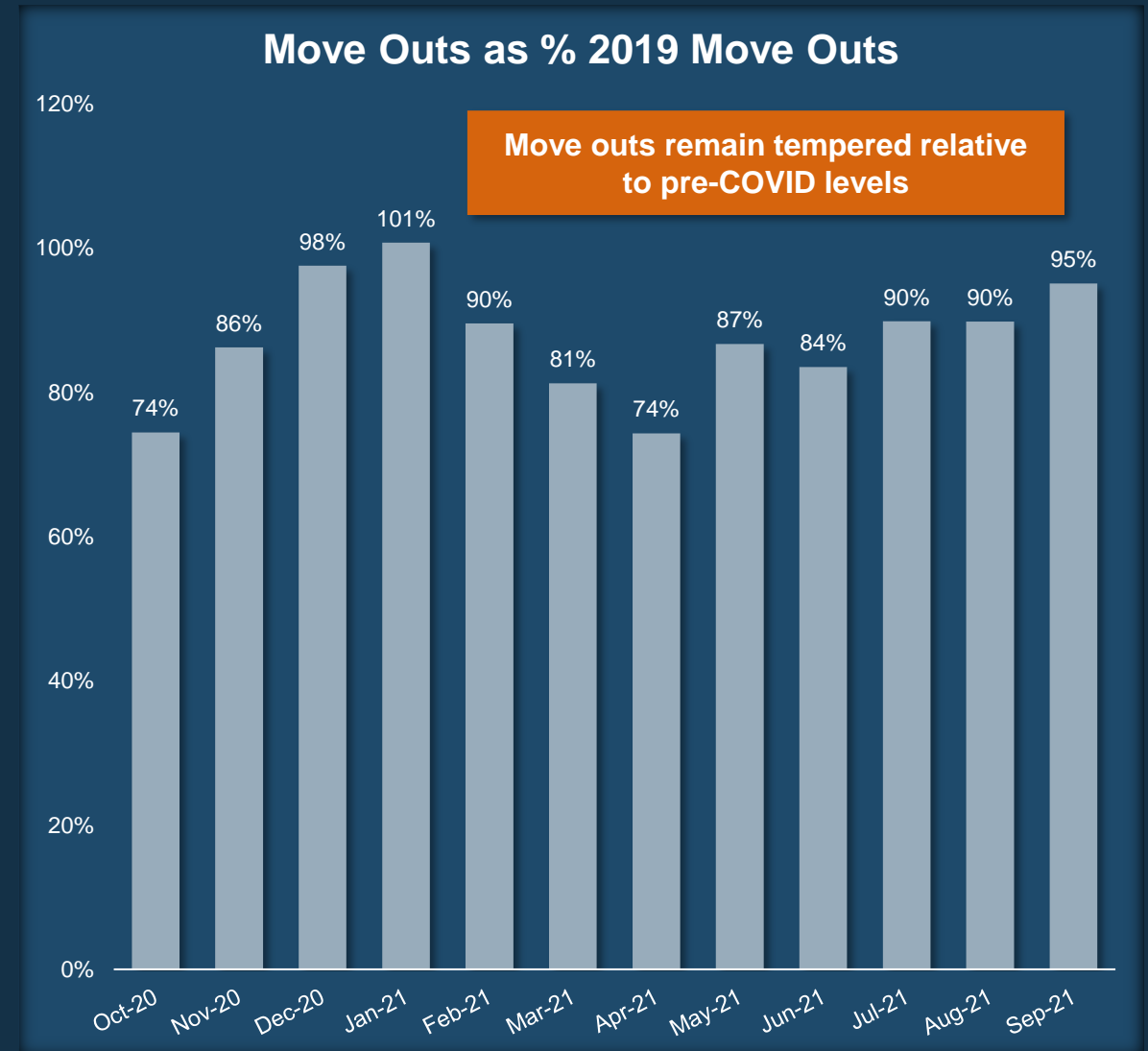
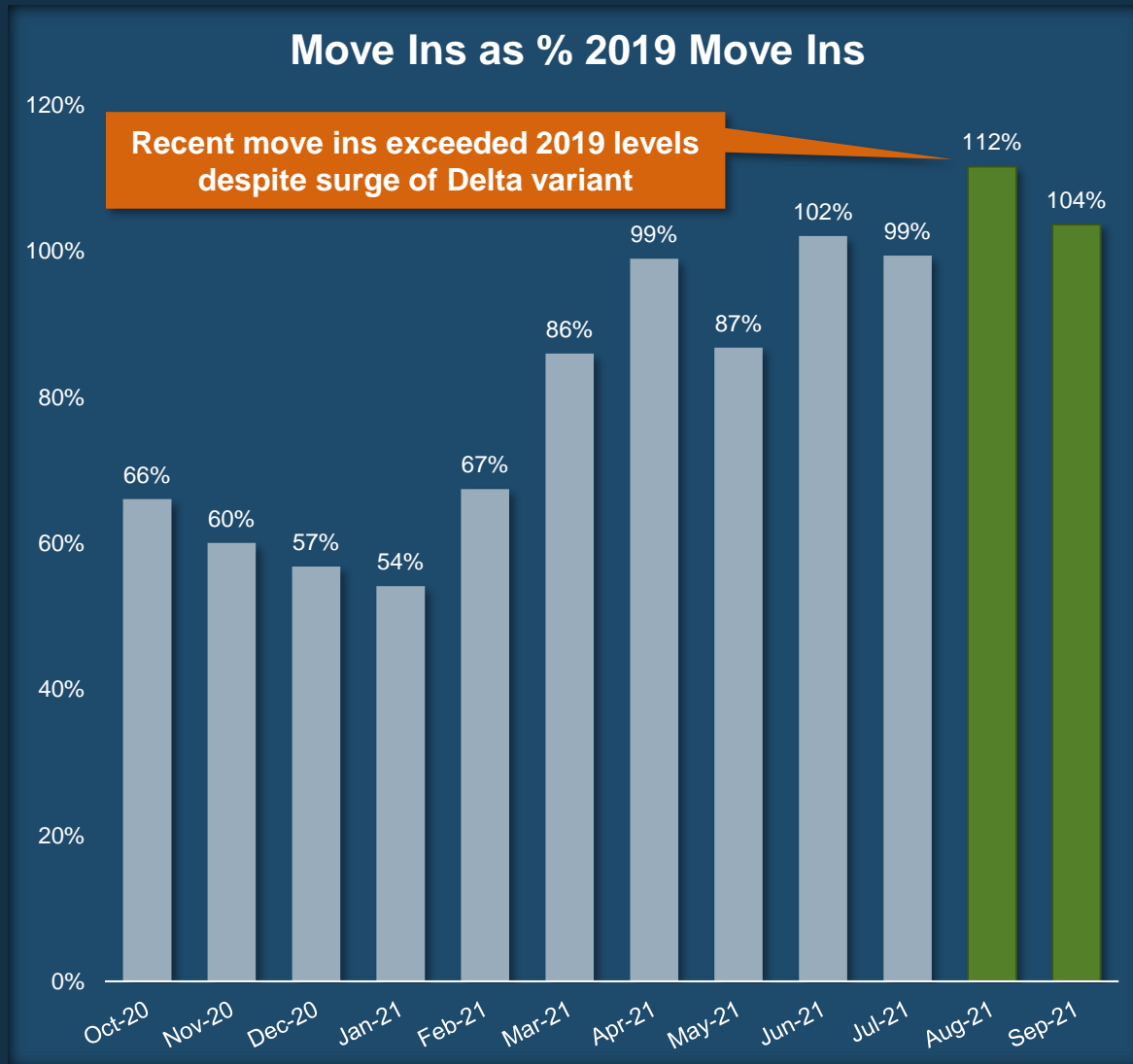


### Canada



1. Spot occupancy represents approximate month end occupancy at our share for 591 properties in operation as of December 31, 2020, including unconsolidated properties but excluding acquisitions, executed dispositions, development conversions and one property closed for redevelopment since this date. Approximate month end spot occupancy is as follows: **Total**: Jan – 73.4%; Feb – 72.5%; Mar – 72.7%; Apr – 73.2%; May – 73.7%; Jun – 74.6%; Jul – 75.2%; Aug – 75.9%; Sep – 76.7% **US**: Jan – 71.6%; Feb – 71.0%; Mar – 71.5%; Apr – 72.4%; May – 73.1%; Jun – 74.3%; Jul – 75.1%; Aug – 76.0%; Sep – 77.0% **UK**: Jan – 68.2%; Feb – 66.1%; Mar – 65.8%; Apr – 66.7%; May – 66.8%; Jun – 67.9%; Jul – 68.8%; Aug – 69.7%; Sep – 70.9% **CA**: Jan – 79.9%; Feb – 78.8%; Mar – 77.9%; Apr – 77.5%; May – 77.3%; Jun – 77.3%; Jul – 77.3%; Aug – 77.8%; Sep – 78.0%

# SHO Portfolio | Move Ins & Move Outs<sup>(1)</sup>

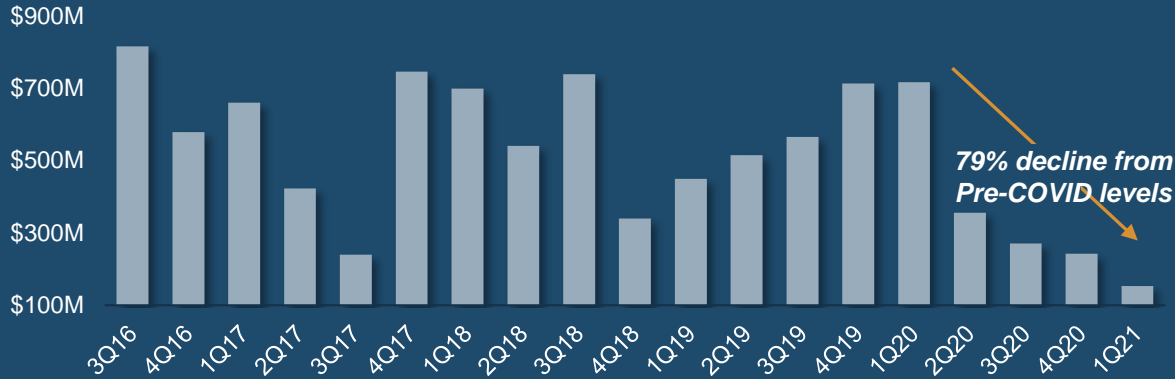


1. Move ins and move outs presented at Welltower pro rata share. August has been updated to reflect final move ins and move outs

# Seniors Housing Backdrop Supports Sustained Revenue Acceleration in 2022+

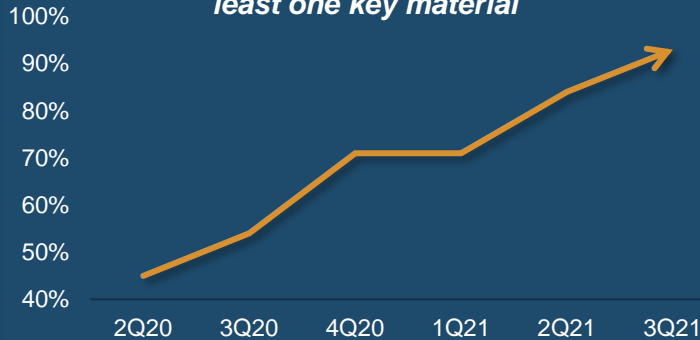
## Meaningful Deterrents for New SH Construction

Seniors Housing New Construction Loan Volume Closed<sup>(1)</sup>



## Availability of Building Materials and Labor Remain Key Challenges<sup>(2)</sup>

Contractors facing a shortage of at least one key material

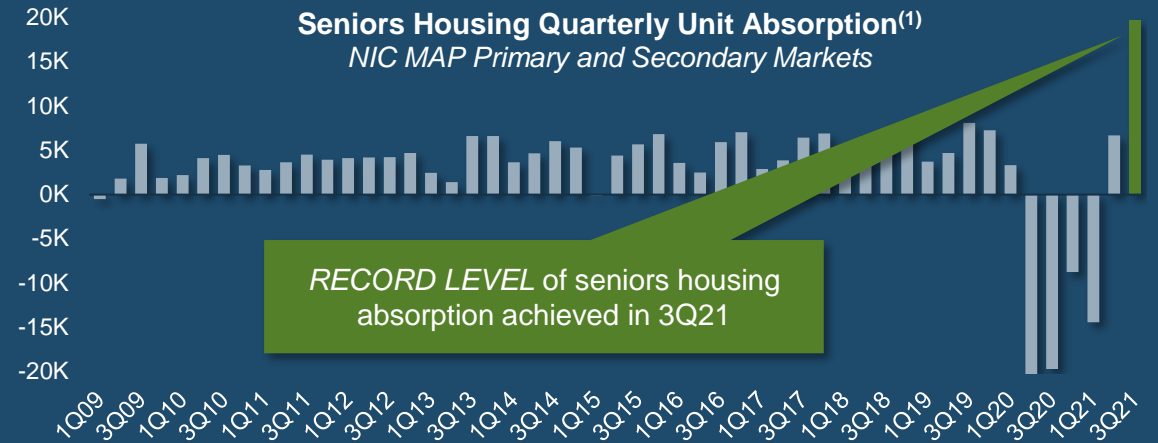


92% of contractors report moderate to high levels of difficulty finding skilled workers

62% of contractors report less availability of building products as a top concern during COVID

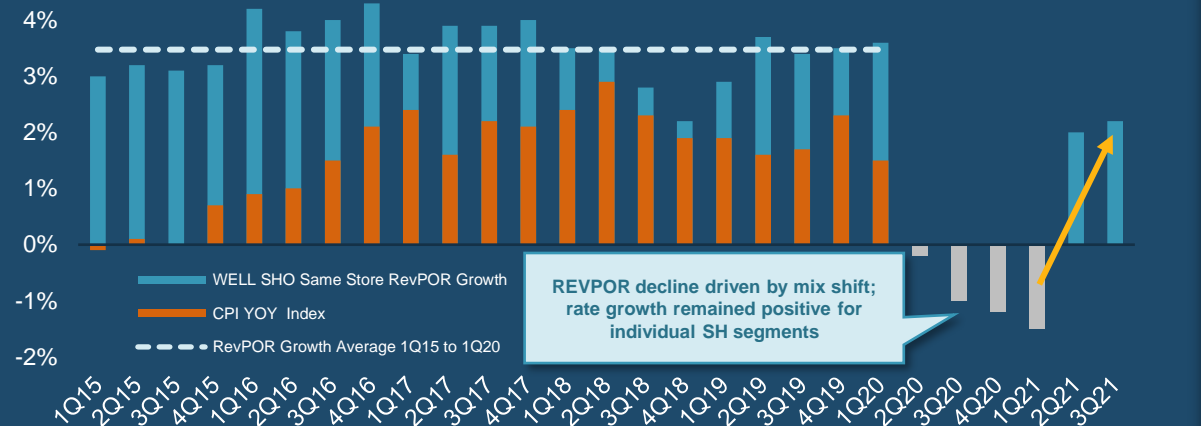
## SH Demand Remains Robust Despite Surge in Delta Variant

Seniors Housing Quarterly Unit Absorption<sup>(1)</sup>  
NIC MAP Primary and Secondary Markets



RECORD LEVEL of seniors housing absorption achieved in 3Q21

## WELL Pre-COVID REVPO<sup>(3)</sup> Growth Exceeded Inflation by an Average of 2% Annually



REVPO decline driven by mix shift; rate growth remained positive for individual SH segments

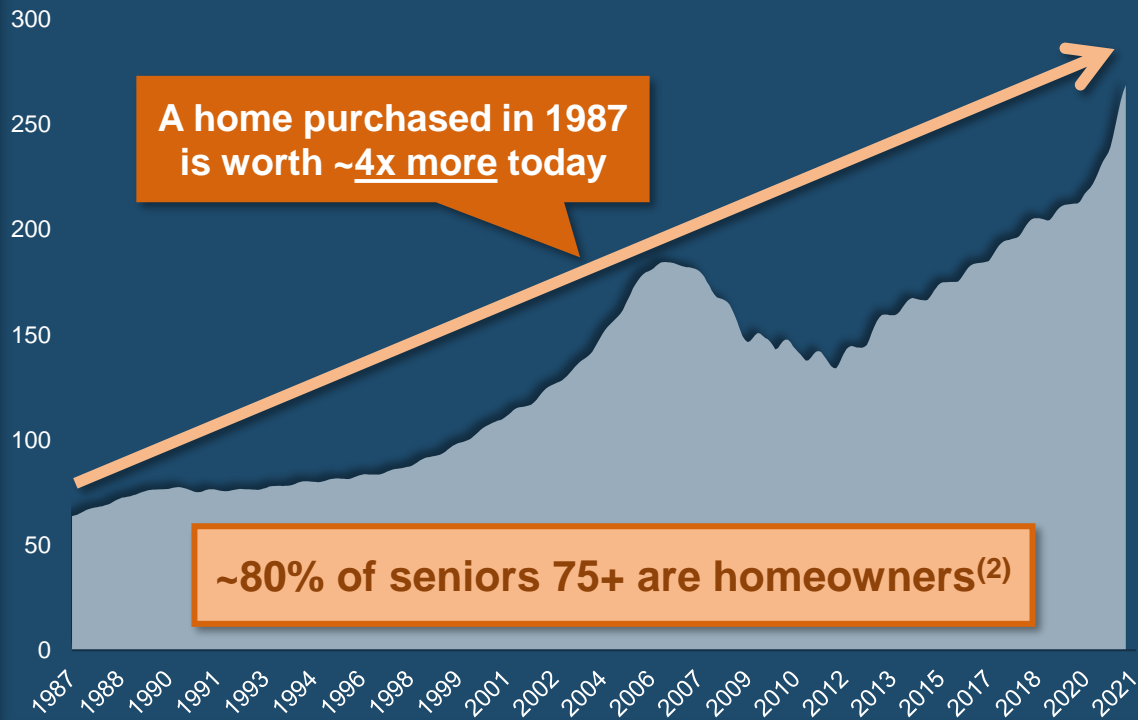
1. National Investment Center for Seniors Housing & Care – latest available data  
 2. U.S. Chamber of Commerce Commercial Construction Index – Q3 2021  
 3. Represents quarterly year-over-year Same Store REVPO growth percentage. See each quarters respective Supplemental Information Report for a discussion of such supplemental reporting measure as well as the applicable reconciliations



# Significant Wealth Accumulation Allows for Greater SH Affordability

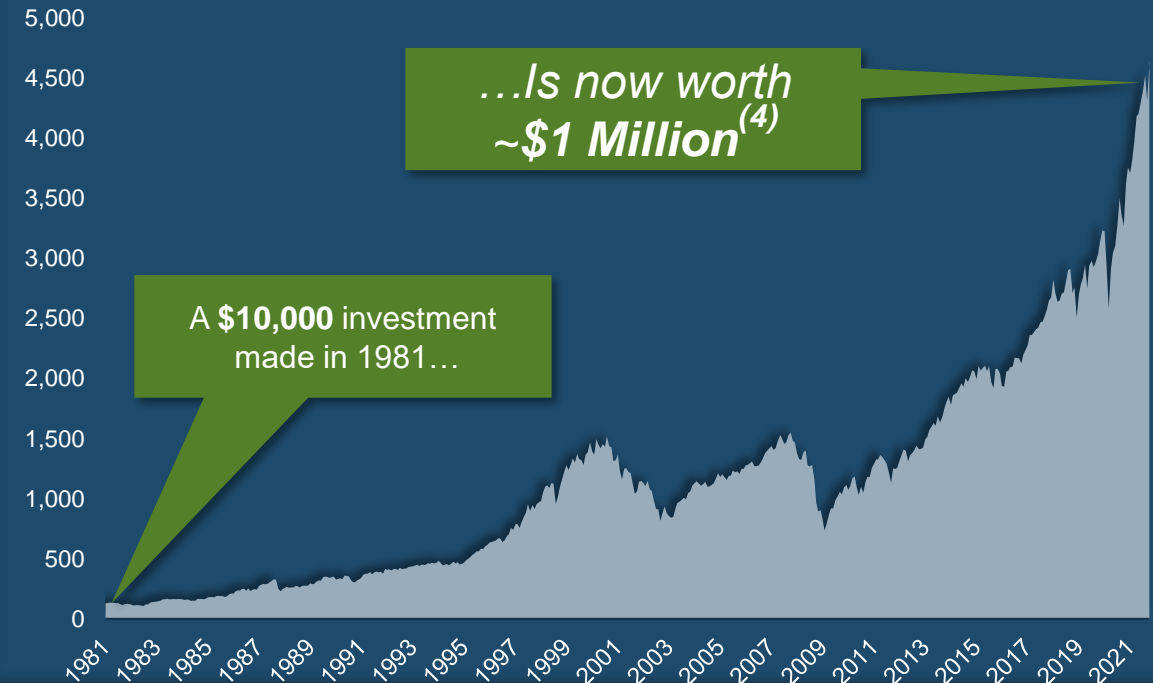
*Backdrop to drive rate growth remains favorable*

**Home Price Appreciation | 1987 - Present**  
S&P/Case-Shiller U.S. National Home Price Index<sup>(1)</sup>



**S&P500 | 1981 – Present<sup>(3)</sup>**

*+12.3% compounded annual return over past 40 years*



**Seniors Housing is NOT INCOME DEPENDENT; generally funded through ASSET SALES and PERSONAL WEALTH**

1. Source: U.S. Census Bureau  
2. Source: U.S. Census Bureau, Current Population Survey/Housing Vacancy Survey, November 2, 2021  
3. Source: Bloomberg as of 11/1/2021  
4. Assumes reinvestment of dividends and annual compounding

# Capital Deployment Update

# Recent Highlights | Robust Capital Deployment Continues and is Fully Funded

Since October 2020, WELL has closed or entered into definitive agreements to acquire \$5.6 billion of pro rata gross investments<sup>(1)</sup>

*Expected initial yield of 6.2% and expected year 3 yield of approximately 8.4%*

**\$1.9 billion in newly announced accretive investment activity since acquisition of Holiday portfolio<sup>(2)</sup>**

***Since September 30, 2021, WELL has entered into definitive agreements to acquire \$1.3 billion of assets:***

Transaction	Portfolio Details
<b>\$580 million acquisition of 14 property SH portfolio</b>	<ul style="list-style-type: none"> <li>The portfolio is comprised of eight rental and six entrance fee communities located in attractive markets across the United States, including Bellevue, WA, Dana Point, CA, and Alexandria, VA</li> <li>Watermark Retirement Communities will be retained to manage the portfolio under a highly aligned RIDEA 3.0 management agreement</li> <li>Transaction price represents a 40% discount to estimated replacement cost</li> <li>The transaction is expected to generate a high single-digit unlevered IRR</li> </ul>
<b>\$475 million acquisition of 9 Seniors Apartment communities</b>	<ul style="list-style-type: none"> <li>The Class “A” portfolio is 100% private pay and located in highly attractive markets</li> <li>An existing Welltower operator to assume operations upon acquisition of the portfolio</li> <li>Transaction is expected to generate a high single-digit unlevered IRR</li> </ul>
<b>\$172 million acquisition of 5 Class “A” SH properties across Southeast &amp; Mid-Atlantic regions<sup>(3)</sup></b>	<ul style="list-style-type: none"> <li>Recently developed and operated by a best-in-class operator and developer, which will be retained to manage the portfolio</li> <li>Agreed to a long-term exclusive strategic partnership agreement to develop Class “A” SH properties across the Southeast and Mid-Atlantic regions</li> <li>Transaction is expected to generate a high single-digit unlevered IRR</li> </ul>
<b>\$119 million acquisition of 3 SH properties</b>	<ul style="list-style-type: none"> <li>Portfolio is newly developed with an average age of 2 years and is located in fast growing micro-markets in the Midwest</li> <li>New Perspective, an existing Welltower operator, to assume operations under a strongly aligned RIDEA 3.0 management agreement</li> <li>Portfolio has further development and densification opportunities</li> <li>Transaction is expected to generate a high single-digit unlevered IRR</li> </ul>

1. Excludes development funding

2. Excludes development funding. Includes 3Q2021 pro rata gross investments, \$60 million in closed pro rata gross investments subsequent to quarter end, \$1.3 billion in definitive agreements entered into subsequent to quarter end, less the previously announced \$1.58 billion acquisition of the Atria portfolio

3. Includes a property that closed subsequent to quarter end for \$20 million

# Capital Deployment | Value-Driven Investment Thesis

## Capital Deployment Volume<sup>(1)</sup>

**\$5.6B** GROSS INVESTMENTS<sup>(1)</sup>

- ✓ Initial yield of 6.2%; Year 3 yield of approximately 8.4%
- ✓ Low last dollar exposure and innovative structure offer downside protection
- ✓ Expected to generate high single digit to mid-teens unlevered IRRs to WELL



## Granular & Off-Market Transactions

**49** TOTAL TRANSACTIONS<sup>(1)</sup>  
**228** OM and SH PROPERTIES ACQUIRED  
**24,642** SENIORS HOUSING UNITS ACQUIRED

- ✓ Predictive analytics and exclusive operator relationships used to execute off-market investments
- ✓ Maximizing risk-adjusted return to WELL through creative investments across the capital stack
  - Debt investments offer equity upside in form of warrants and/or bargain purchase options
- ✓ Seniors housing acquisitions executed at a median investment of \$20.5 million per property



## Significant Discount to Replacement Cost

**\$175k per unit** Average Last dollar basis US transactions  
**£40k per unit** Average Last dollar basis UK transactions

- ✓ Investments made at significant discount to replacement cost offer enhanced downside protection
- ✓ Limited recent market transactions priced above replacement cost serves to further curtail new supply



1. Includes pro rata gross investments across acquisitions and loans since October 2020 and definitive agreements WELL has entered

# Notable Investments

## Opportunistic Investments Executed at Significant Discounts to Estimated Replacement Cost

Transaction	Segment	Properties	Investment <sup>(1)</sup>	Commentary
Watermark	SHO	14	\$580M	<ul style="list-style-type: none"> <li>Portfolio comprised of eight rental and six entrance fee communities located in attractive markets across the US</li> <li><b>Price represents a 40% discount to estimated replacement cost</b></li> <li><b>Anticipated unlevered IRR in high single-digit range</b></li> </ul>
New Perspective	SHO	3	\$119M	<ul style="list-style-type: none"> <li>Newly-developed communities in fast-growing micro markets in the Midwest with densification opportunities</li> <li>New Perspective to assume operations under strongly aligned RIDEA 3.0 contract</li> <li><b>Anticipated unlevered IRR in high single-digit range</b></li> </ul>
Atria	SHO	85	\$1.6B	<ul style="list-style-type: none"> <li>Acquisition of 85 properties at a significant discount to estimated replacement cost, operated by Atria Senior Living</li> <li><b>Anticipated unlevered IRR in low-to mid- teens range</b></li> </ul>
HRA	SHNNN	8	\$132M	<ul style="list-style-type: none"> <li>Portfolio of seniors housing communities across the Southeast under a new triple net lease with HRA, a regional seniors housing operator/developer</li> <li><b>Anticipated unlevered IRR of 10%+</b></li> </ul>
Pathway + Frontier	SHO	22 + 7	\$150M	<ul style="list-style-type: none"> <li>Portfolio of seniors housing communities across the Midwest. Operations will be transitioned to Pathway Senior Living and Frontier Management, regional seniors housing operators</li> <li><b>Anticipated unlevered IRR in low-double digit range</b></li> </ul>

## Newly Established and Growing Relationships

New Welltower Relationship	NNN/ SHO	5 + pipeline	\$172M	<ul style="list-style-type: none"> <li>Acquisition of five recently developed Class A communities across the Mid-Atlantic and Southeastern US</li> <li>Best-in-class operator and developer will be retained to manage the properties</li> <li><b>Agreed to strategic long-term exclusive development agreement</b></li> </ul>
Existing Welltower Relationship	SHO	9	\$475M	<ul style="list-style-type: none"> <li>Class A portfolio of 100% private pay communities in highly attractive markets</li> <li>Existing Welltower operator to assume operations</li> <li><b>Anticipated unlevered IRR in high single-digit range</b></li> </ul>
Aspect Health	MOB	7 + pipeline	\$98M	<ul style="list-style-type: none"> <li>Formed strategic joint venture including the acquisition of seven Class A medical office buildings and properties under construction</li> <li><b>Ten-year exclusivity agreement on future development opportunities in NYC metro area</b></li> </ul>
StoryPoint	SHO & SHNNN	14 + pipeline	\$390M	<ul style="list-style-type: none"> <li><b>SHO:</b> Expanded relationship with StoryPoint through the acquisition of four purpose-built, Class A seniors housing communities, with an average age of 2 years, in the Midwest at historical development cost basis</li> <li><b>NNN:</b> Acquisition of ten properties across the Midwest. All properties transitioned operators to StoryPoint Senior Living</li> <li><b>Anticipated unlevered IRRs in high single digit range</b></li> </ul>
Oakmont	SHO	1 + pipeline	\$35M	<ul style="list-style-type: none"> <li>New <b>long-term exclusive development agreement</b> to build, own and operate Class A communities</li> <li>Expanded relationship through purchase of an AL/MC property in a highly-desirable sub-market in SoCaL</li> <li><b>Anticipated unlevered IRR of approximately 10%</b></li> </ul>

<sup>(1)</sup> Represents definitive agreements entered into subsequent to 3Q2021

# Foundation for Long-Term Growth Established

Opportunity to deploy in excess of \$15 billion across ALL asset classes over next decade

NEW and PROPRIETARY long-term relationships with best-in-class developers and operators with either exclusive rights or right of first offer

**\$1.5B**

Expected average annual capital deployment from newly formed **exclusive ventures**

**17**

Newly Formed Relationships



New relationships formed during depths of COVID-19 pandemic to create visible and significant long-term capital deployment opportunities

***Centralized Capital Allocation; Decentralized Execution***

# Welltower at a Glance

# WELL

# LISTED

# NYSE

S&P  
**500**

**\$50B**  
Enterprise  
Value<sup>(1)</sup>

**3.0%**  
Dividend Yield<sup>(1)</sup>

**Baa1**  
MOODY'S + **BBB+**  
S&P Global  
Ratings



**100,000+**  
Seniors Housing &  
Wellness Housing Units



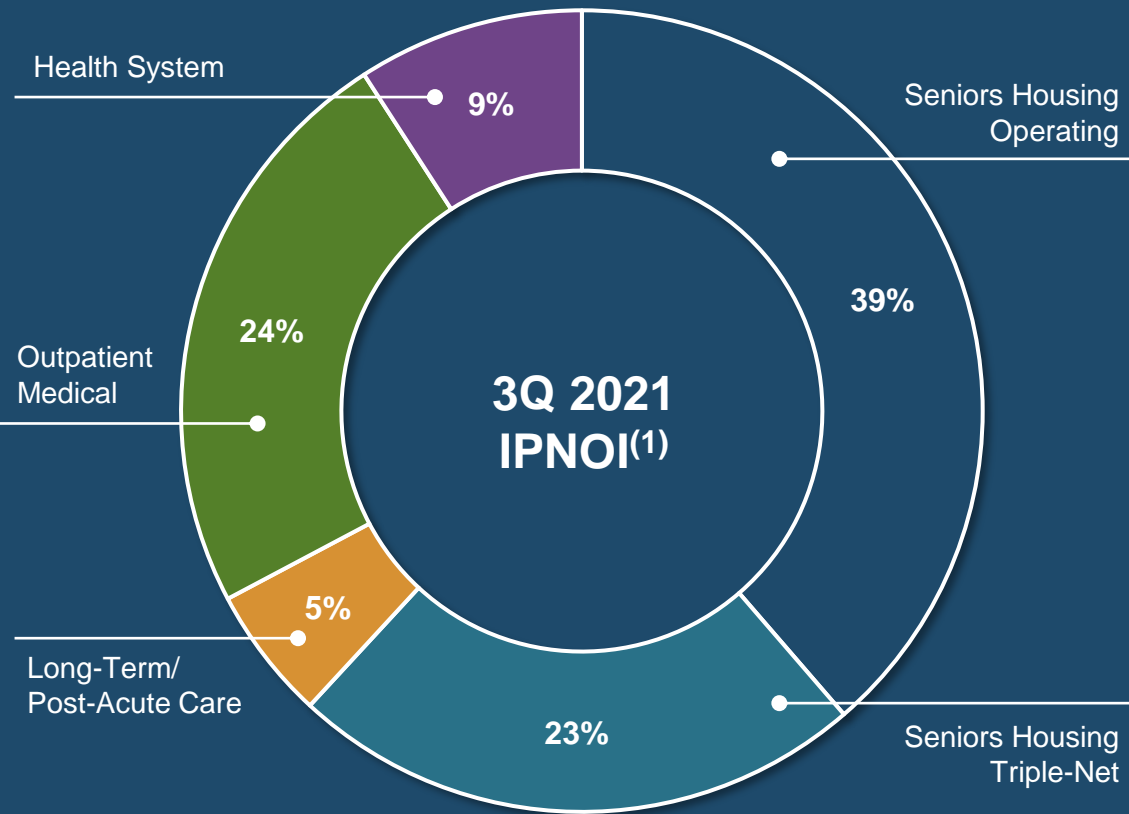
**~22M sq. ft.**  
Outpatient Facilities

Dow Jones  
Sustainability Indices  
In Collaboration with RobecoSAM



**World's largest health & wellness real estate platform**

# Portfolio Overview



1. Based on In-Place NOI. See Supplemental Financial Measures at the end of this presentation for reconciliations.





# Leadership Team



**SHANKH MITRA**  
Chief Executive Officer &  
Chief Investment Officer



**TIMOTHY G. MCHUGH**  
Chief Financial Officer



**JOHN F. BURKART**  
Chief Operating Officer



**MATTHEW G. MCQUEEN**  
General Counsel &  
Corporate Secretary



**AYESHA MENON**  
Senior Vice President  
Wellness Housing and  
Development



**JOSHUA T. FIEWEGER**  
Chief Accounting Officer

# Drivers of Per Share Cash Flow Growth



**SECULAR GROWTH  
TAILWINDS**

Post-COVID fundamental recovery sustained by strong demographic trends, shift to value-based health care, and social determinants of health



**ACCRETIVE CAPITAL  
DEPLOYMENT**

External growth strategy underpinned by value-oriented capital deployment philosophy and data-driven decisions in innovative structures



**DIVERSIFIED PLATFORM  
OF OPERATORS**

Strongly aligned operating partners, positioned for significant growth



**STRONG INTERNAL  
TALENT BASE**

Entrepreneurial – Passionate – Diverse – Aligned



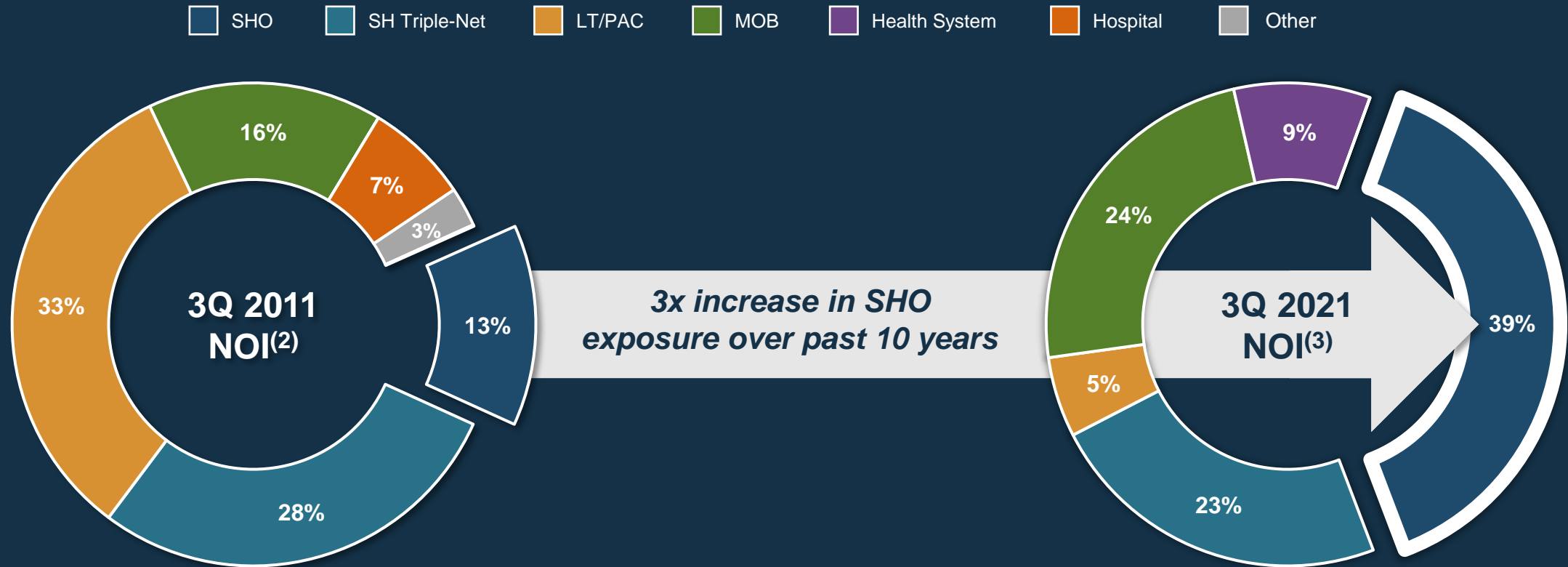
**RISK  
MITIGANTS**

Value-based investment philosophy and innovative structure of transactions offer significant downside protection

Strong investment grade balance sheet and robust liquidity profile

# Balanced lease structure and WALT mitigates impact of inflationary pressures<sup>(1)</sup>

Shorter duration leases in SHO portfolio allow for more frequent mark-to-market of rents



Approximately 2.8 year weighted average lease term<sup>(4)</sup>

1. WALT: Weighted Average Lease Term  
 2. Represents annualized NOI as reported in 3Q 2011. See 3Q 2011 Supplemental Information Report for further information  
 3. Represents in place NOI. See Supplemental Financial Measures at the end of this presentation for further information and reconciliation  
 4. Assumes 50% of SHO resident agreements reset on January 1 and 50% reset on the anniversary date (6 months). Weighted Average Lease Term/Maturity per 3Q2021 supplemental disclosure: SH NNN = 9 years, LT/PAC = 9 years, Outpatient Medical = 6 years; Health System = 12 years and based upon segment level 3Q2021 rental income

# New Paradigm for Growth with Lower Entity-Level Risk

PAST FIVE YEARS DO NOT REFLECT OUTLOOK FOR NEXT FIVE YEARS

Where we *Were* (2015- 2020)

Where we're *Going* (2021 and beyond)



SENIORS HOUSING DEMAND

- Relatively flat demographic growth of key seniors housing demographic resulting from “Baby Bust” of 1928 - 1940



- **Sharply accelerating growth of 80+ age cohort**



SENIORS HOUSING SUPPLY

- Significant multi-year increase in seniors housing supply



- **Precipitous decline in starts resulting from accelerating construction costs and challenges in procuring construction financing**



PORTFOLIO

- Outsized operator and post-acute concentration: Genesis Healthcare comprised nearly 20% of WELL NOI



- **Substantially exited operating relationship with Genesis; immaterial post-acute care exposure following announced sales<sup>(1)</sup>**



OPERATOR PLATFORM

- Long-term revenue-based management contracts



- **Aligned interests via RIDEA 3.0 construct with shorter term management contracts**



INVESTMENT ENVIRONMENT

- Focused on improving portfolio quality through dispositions
- **Prohibitive seniors housing valuations resulted in few net investment value creation opportunities**



- **Significant increase in net investment activity: abundant opportunities to create shareholder value through capital deployment**



EARNINGS GROWTH

- Lackluster growth resulting from elevated disposition activity and impact of COVID-19 pandemic



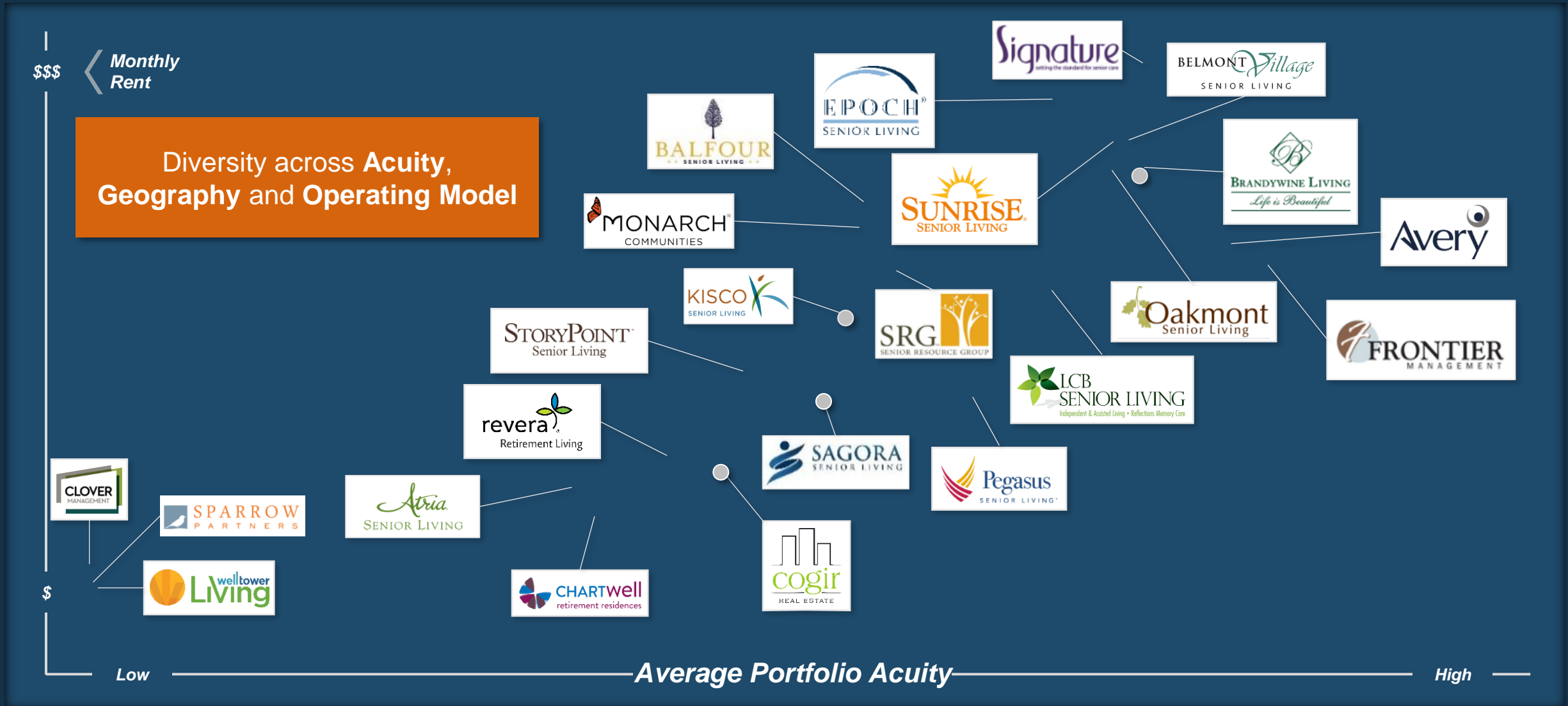
***At the cusp of multi-year period of compelling per share growth***

1. See Welltower press release and business update dated March 2, 2021

# Seniors Housing

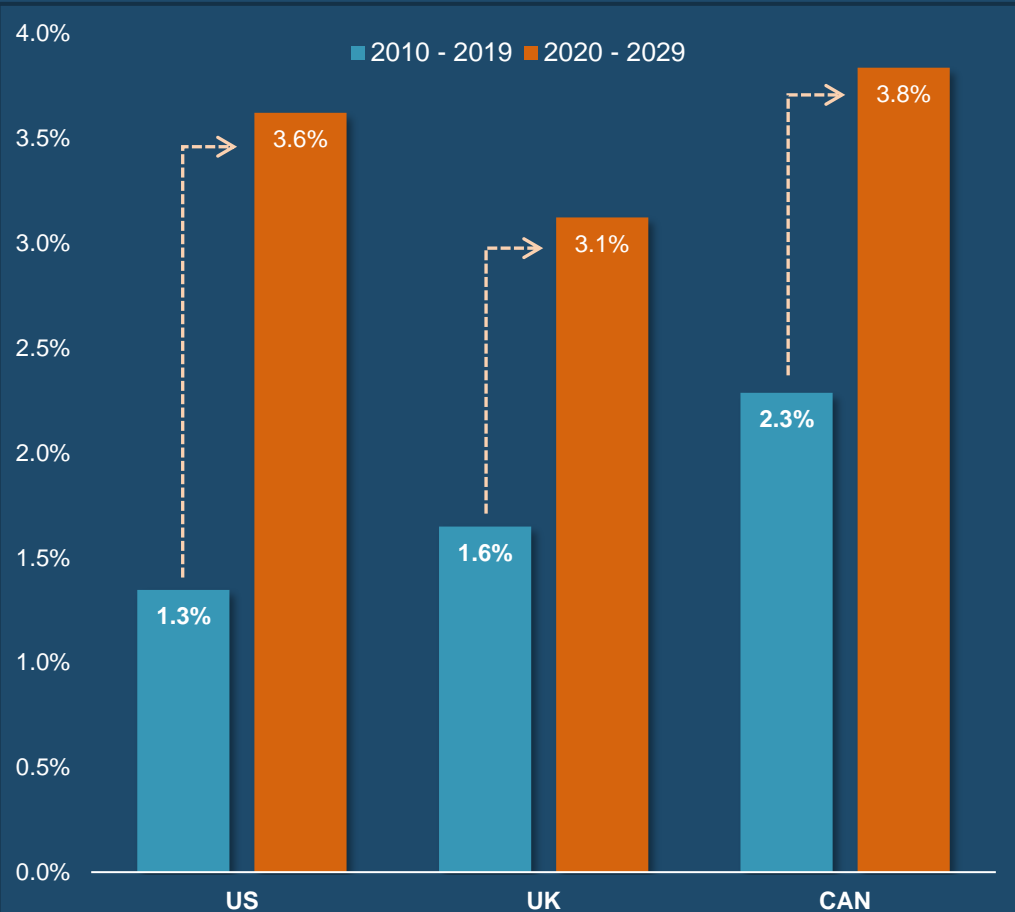


# Seniors Housing Operator Platform | Power of Diversification

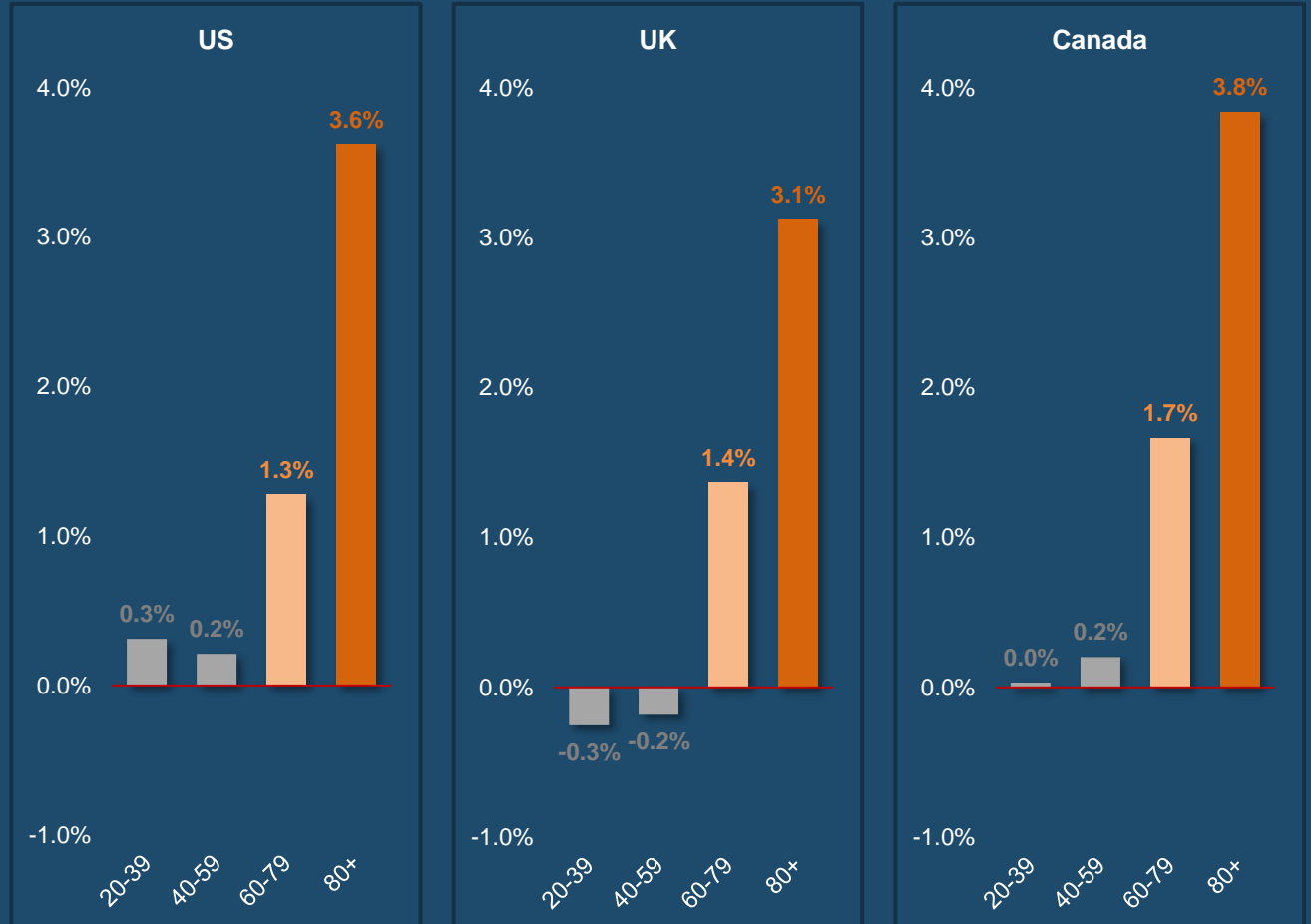


# Demographic Backdrop | Rapidly Aging Population

80+ Population CAGR | Historical and Projected<sup>(1)</sup>



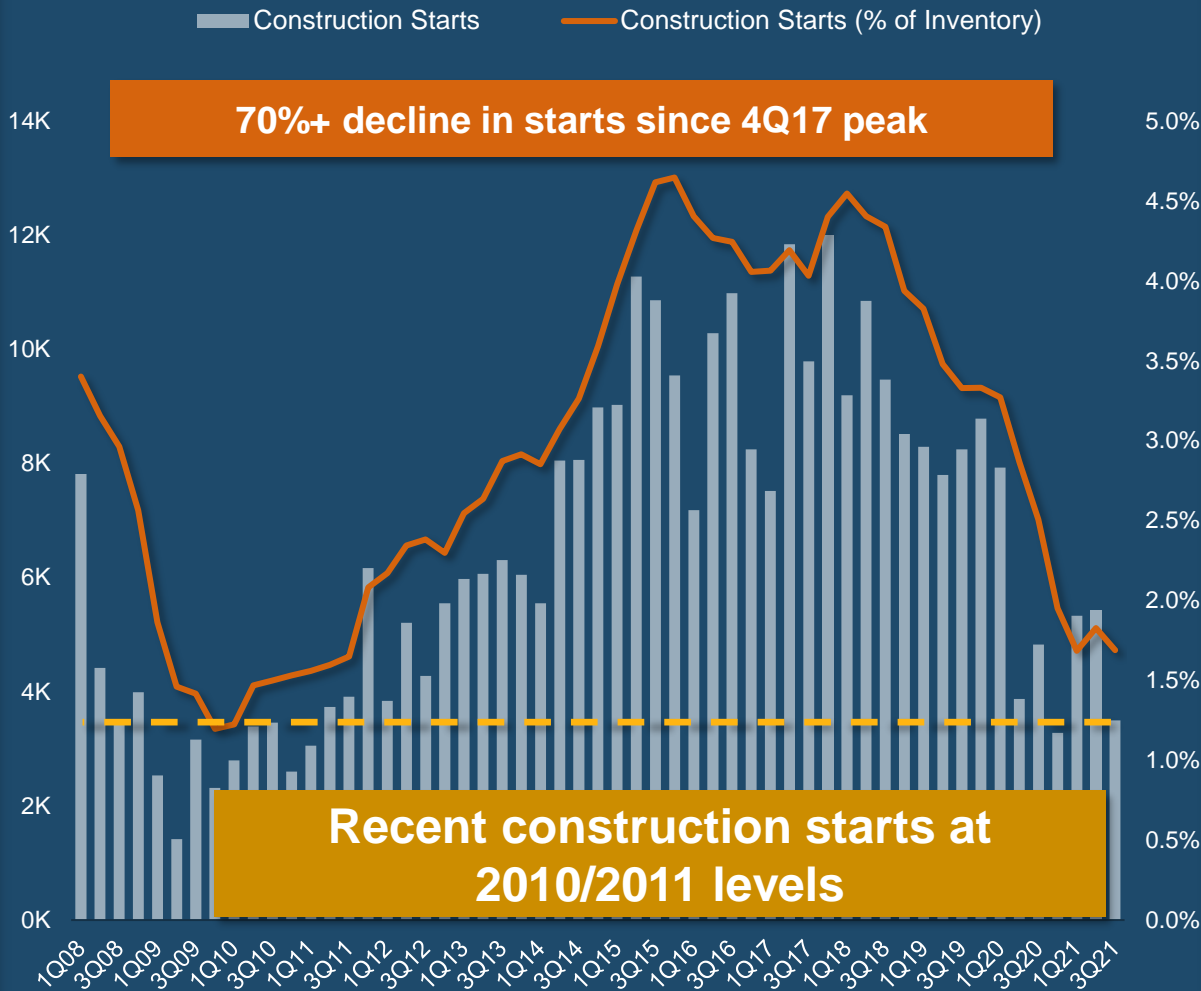
10 Year Population CAGR by Age Cohort | 2020 - 2029



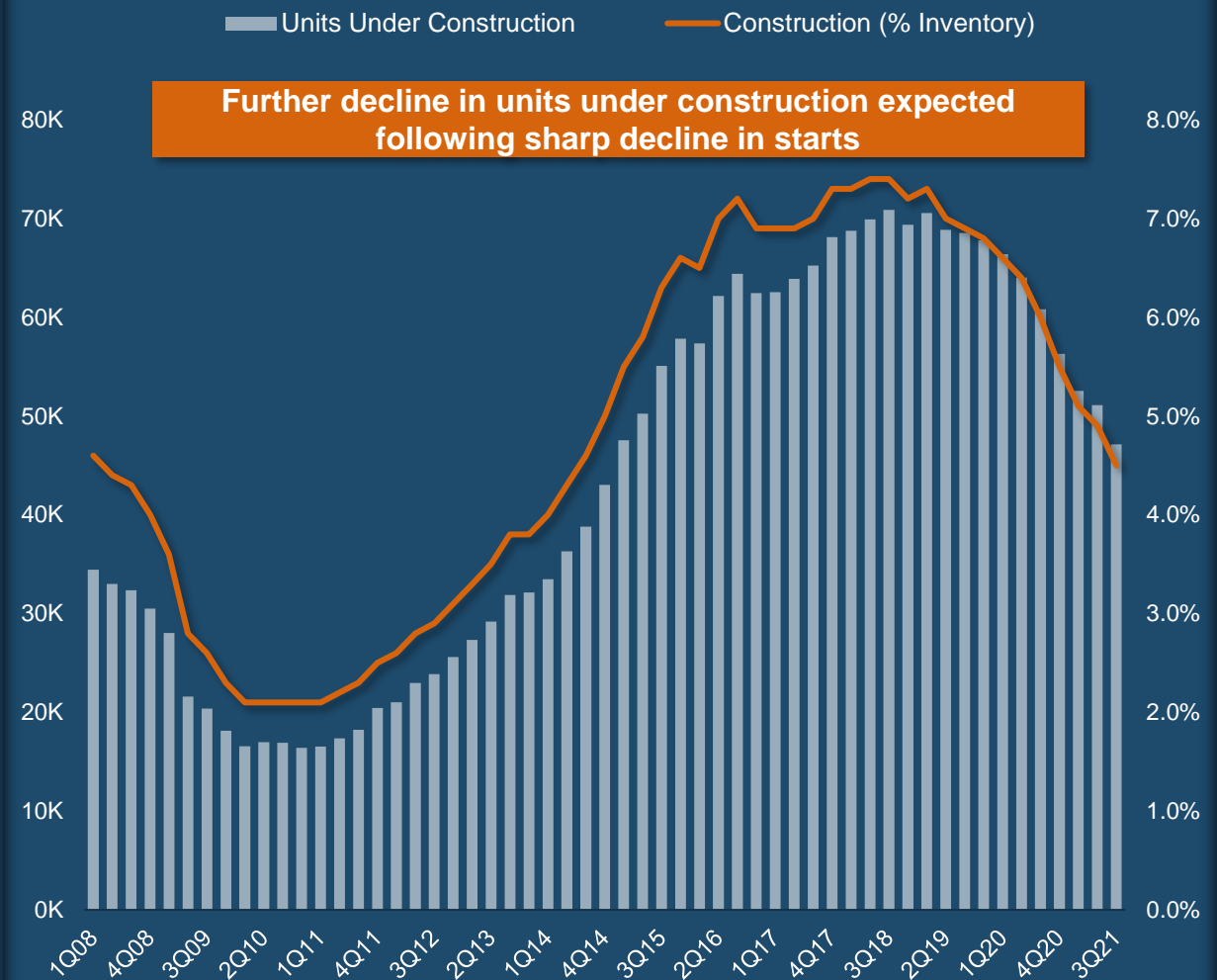
1. The Organisation for Economic Cooperation and Development (OECD)

# Seniors Housing Supply | Construction Remains Well Below Peak Levels

**Construction Starts<sup>(1)</sup>**  
NIC Primary and Secondary Markets



**Units Under Construction<sup>(1)</sup>**  
NIC Primary and Secondary Markets

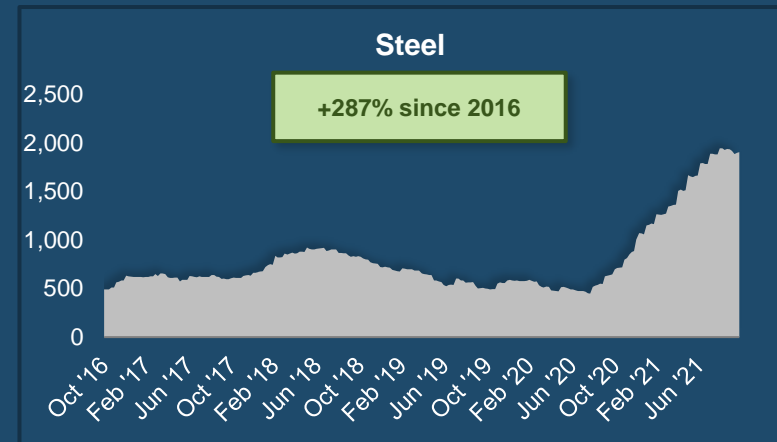
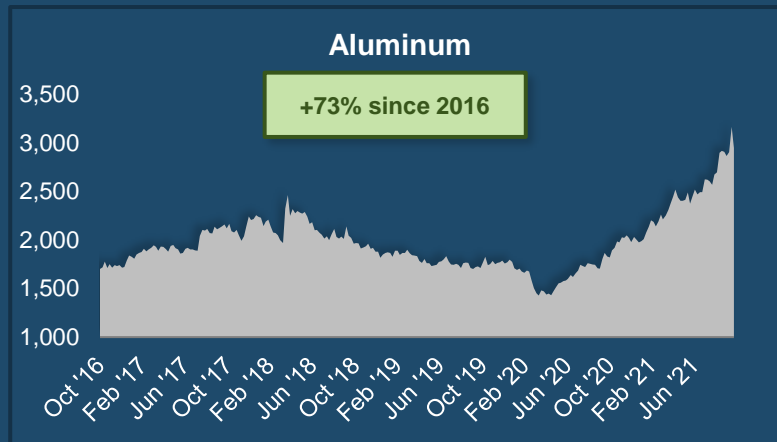
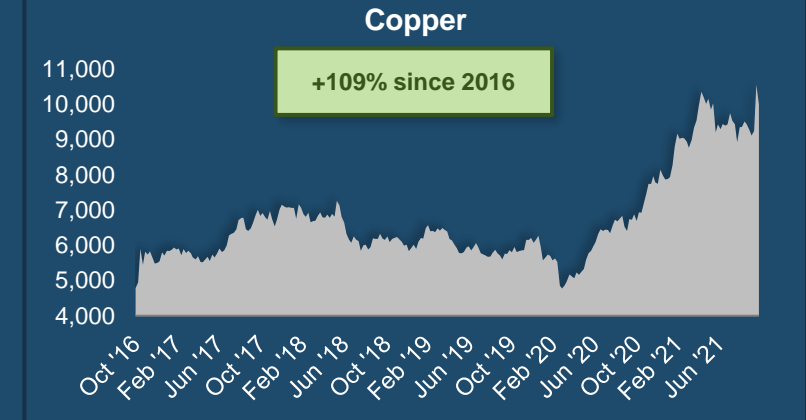
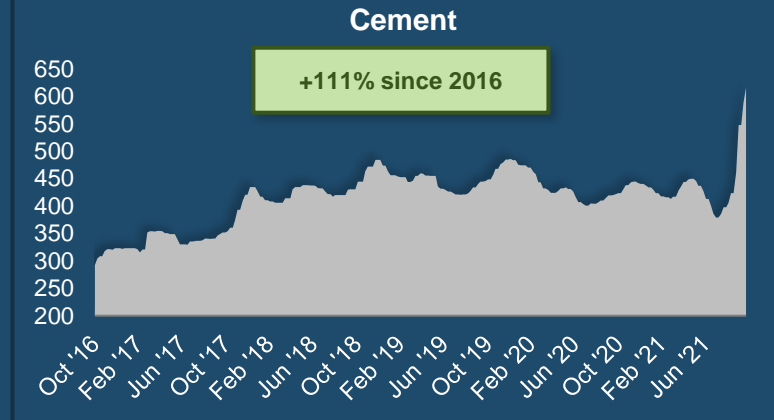
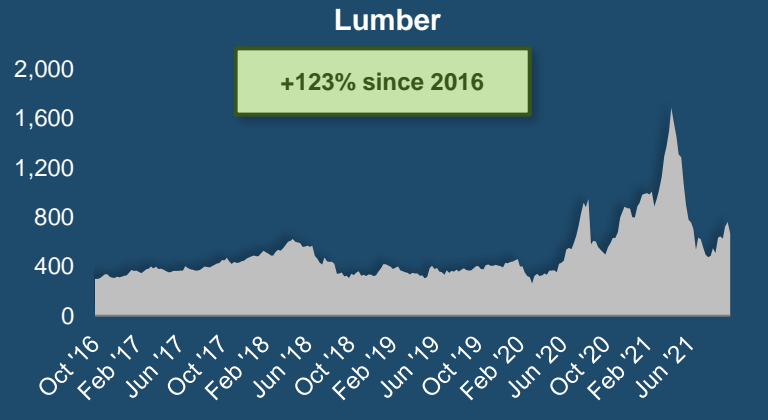


1. Source: NIC MAP® Data Service



# Seniors Housing Supply | Surging Construction Costs

Material increase in cost of development for ALL RESIDENTIAL property types including SENIORS HOUSING



WEAKER DEVELOPMENT ECONOMICS LEADING TO SHARP DECLINE IN SENIORS HOUSING SUPPLY

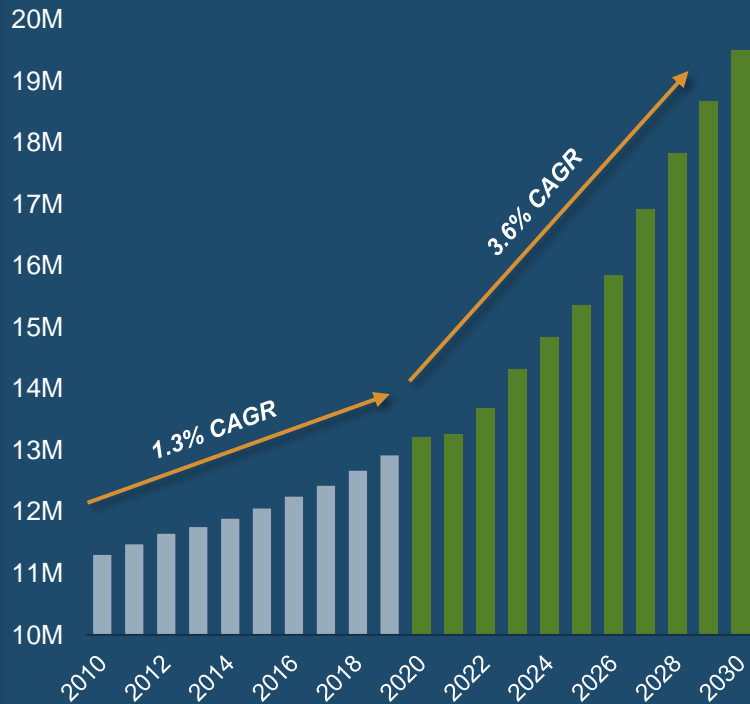
# Post-COVID Recovery | Long-Term Secular Growth Opportunity

Demographic-driven Demand

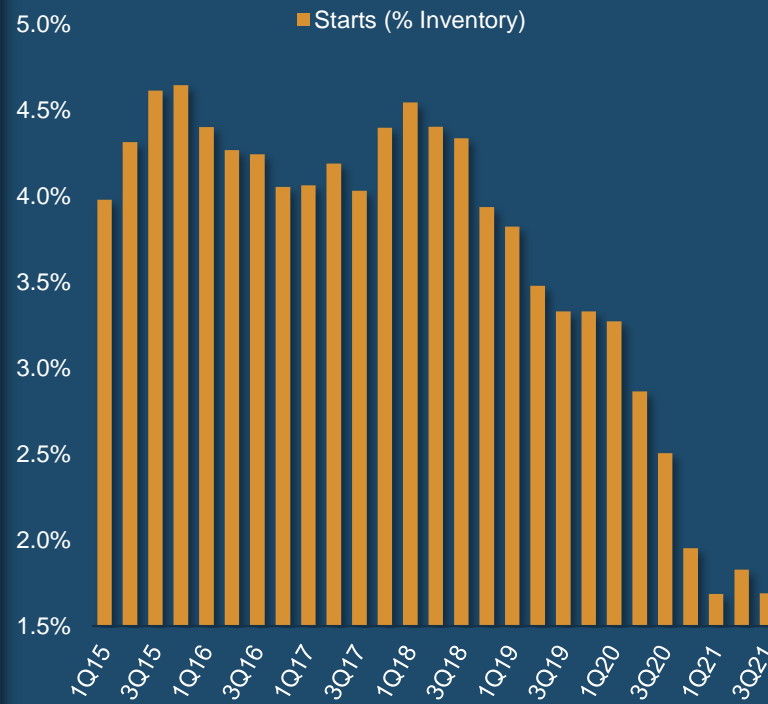
Supply Deceleration

Resilient Pricing Power

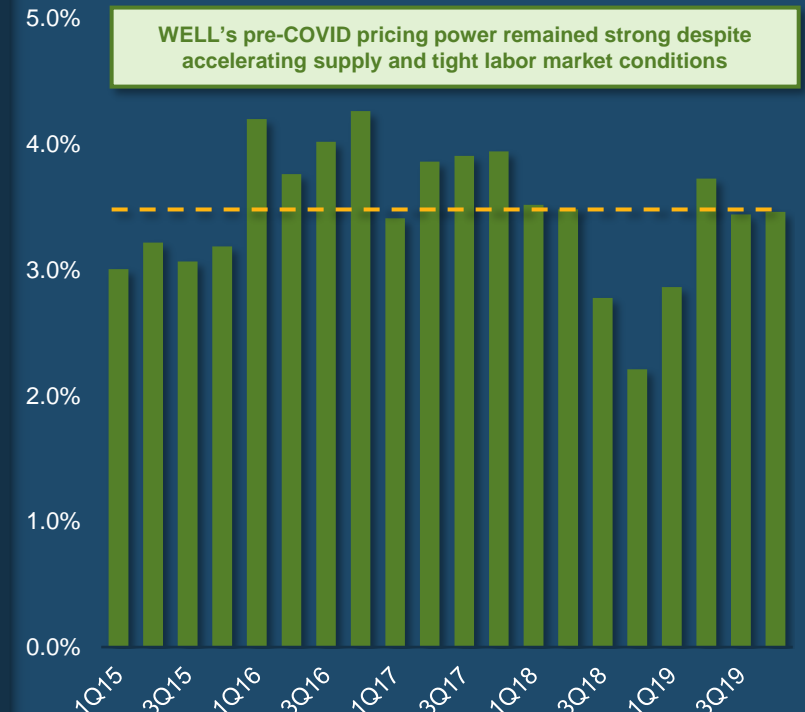
US 80+ Population Growth<sup>(1)</sup>



Seniors Housing Construction Starts<sup>(2)</sup>



WELL SHO Same Store RevPOR Growth<sup>(3)</sup>



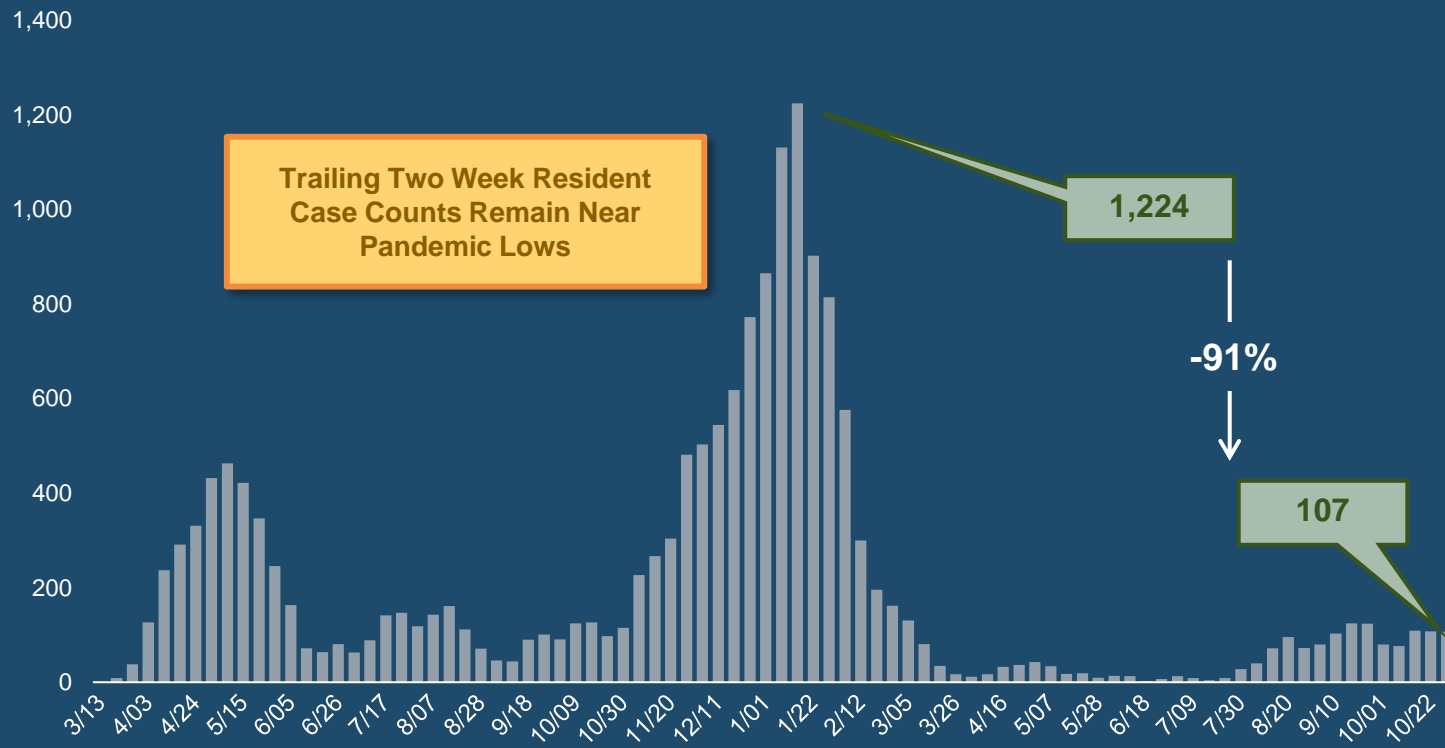
**Unique Opportunity to Generate Significant NOI Growth Over Multi-Year Period**

1. The Organisation for Economic Cooperation and Development (OECD)  
 2. Source: NIC MAP® Data Service, Primary and Secondary markets  
 3. Represents quarterly year-over-year Same Store REVPOR growth percentage. See each quarters respective Supplemental Information Report for a discussion of such supplemental reporting measure as well as the applicable reconciliations

# SHO Portfolio | COVID-19 Impact<sup>(1)</sup>

## Seniors Housing Communities Proving to be a Safer Living Environment

✓ Lead generation for many communities has exceeded pre-COVID levels



## COVID-19 Impact

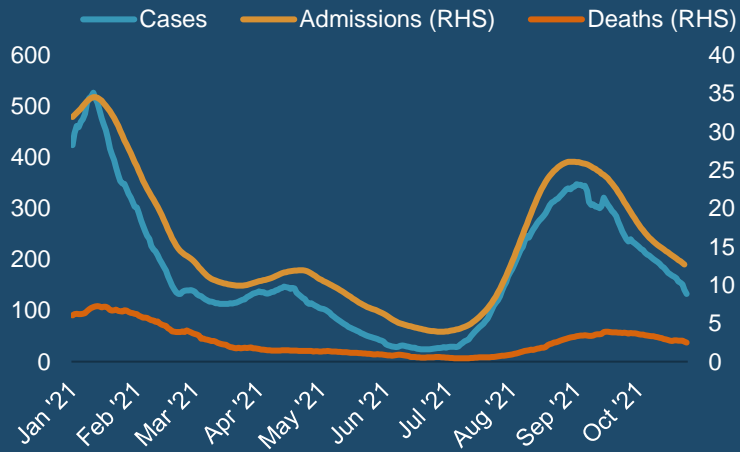
- **Trailing Two Week resident COVID-19 cases remain meaningfully below those of prior peaks**
- 95% of communities have zero reported resident COVID-19 cases on a trailing two week basis
- 96% of communities are accepting new residents

## Operations Update

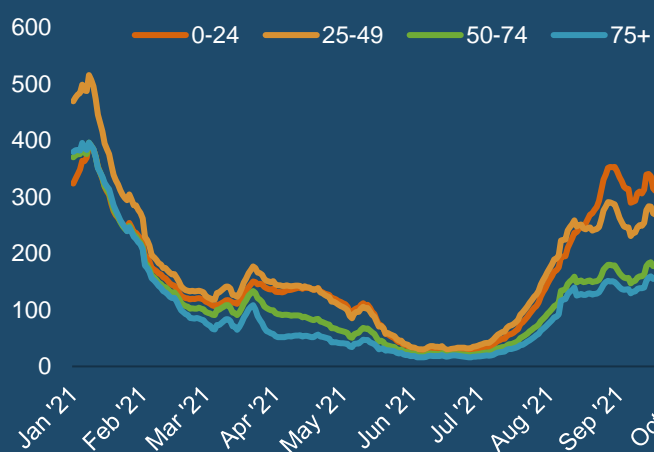
- Approximately 90% of communities are requiring staff vaccinations
- Residents have begun to receive booster vaccines through scheduled on-site flu clinics
- Nearly all communities allowing visitors, in-person tours and communal dining while maintaining strict adherence to state, local, and/or operator-imposed guidelines
- Previous requirement to self-quarantine post move in has been removed at most properties if new resident is fully vaccinated and tested negative for COVID-19

# US SHO Portfolio | Occupancy gains accelerated in 3Q despite surge in national daily COVID-19 cases<sup>(1)</sup>

**US COVID Cases, Hospitalizations and Deaths**  
Trailing 7-day count per 100K



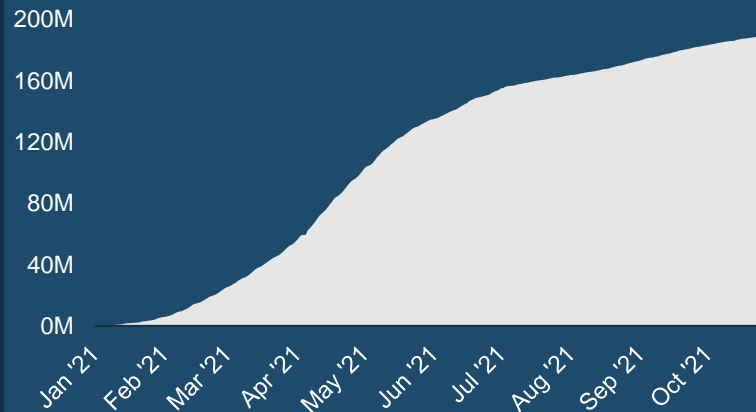
**US Case Counts by Age Cohort**  
Trailing 7-day count per 100K



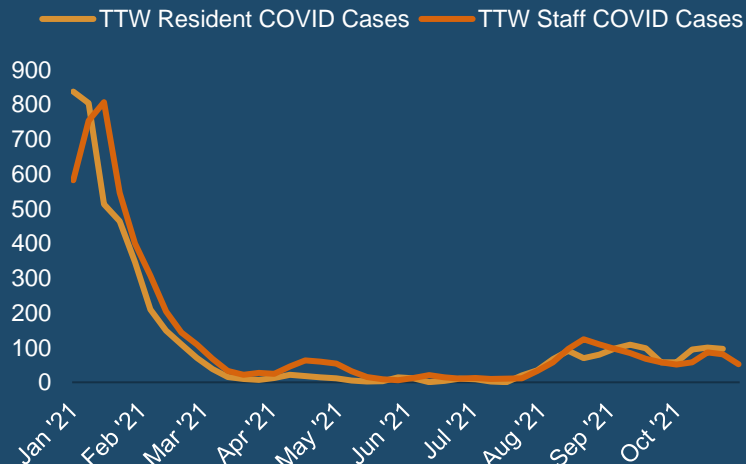
## US COVID-19 Update<sup>(1)</sup>

- Most recent COVID-19 wave in the US has been largely driven by a rise in infections amongst younger age cohorts
- Approximately 97% of the 65+ age cohort has received at least one dose of the COVID-19 vaccine; 85% is fully vaccinated
- National COVID cases have declined by approximately 40% on a trailing one week basis
- Increased number of US seniors housing operators mandating staff vaccinations

**US Vaccinations**  
Cumulative count of fully vaccinated individuals



**WELL US SHO Portfolio<sup>(2)</sup>**



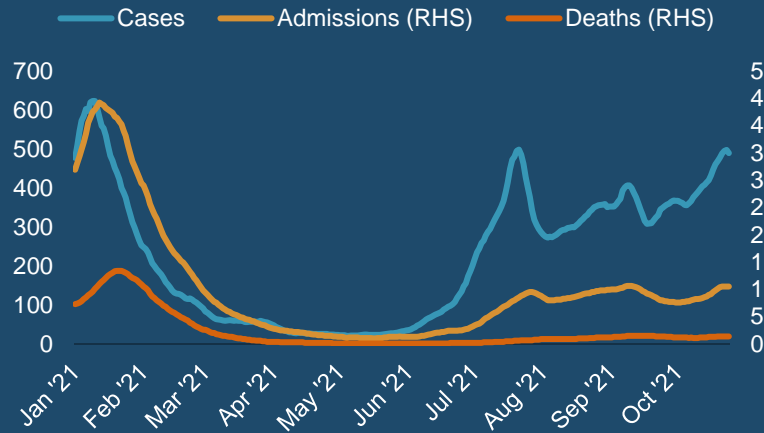
## Welltower US Operations Update<sup>(2)</sup>

- **Portfolio occupancy increased approximately 260bps during the third quarter**
- US COVID-19 resident cases remain well below prior peak levels
- 96 residents have tested positive for COVID-19 on a trailing two week basis
- Approximately 93% of residents and 86% of staff have been vaccinated
- Nearly all communities are open for tours and visitation with few communities experiencing admissions bans

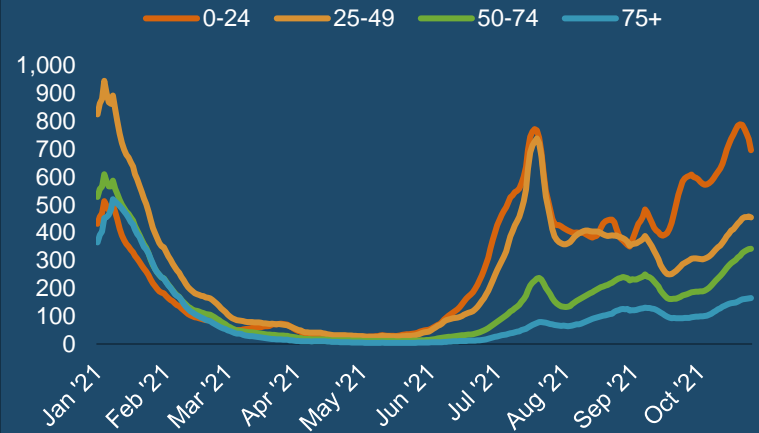
1. Centers for Disease Control and Prevention; Data as of October 24, 2021  
2. As of October 29, as reported by operators

# UK SHO Portfolio | Resident cases remain at pandemic lows despite surge in national COVID-19 cases

**UK COVID Cases, Hospitalizations and Deaths**  
Trailing 7-day count per 100K



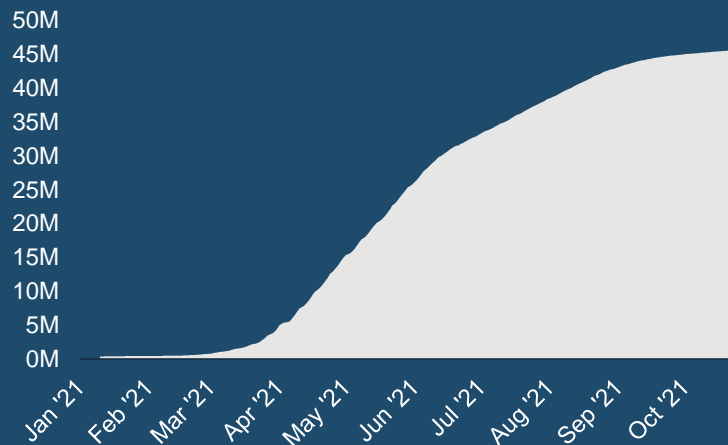
**England Case Counts by Age Cohort<sup>(2)</sup>**  
Trailing 7-day count per 100K



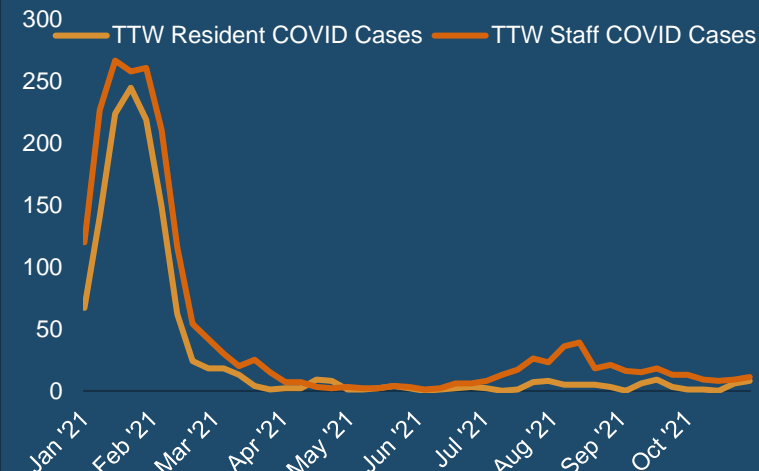
## UK COVID-19 Update<sup>(1,3)</sup>

- Most recent COVID wave in UK largely driven by a rise in infections amongst younger age cohorts
- Overall hospitalizations and deaths across all age cohorts remain meaningfully below prior COVID waves
- Over 90% of the adult UK population has received the first dose of the COVID-19 vaccine; approximately 85% of the adult population has been fully vaccinated
- All UK care home workers must be vaccinated by November 11, 2021, per government mandate
- As of October 26, 2021, approximately 12% of the population has received a booster

**UK Vaccinations**  
Cumulative count of fully vaccinated individuals



**WELL UK SHO Portfolio<sup>(4)</sup>**



## Welltower UK Operations Update

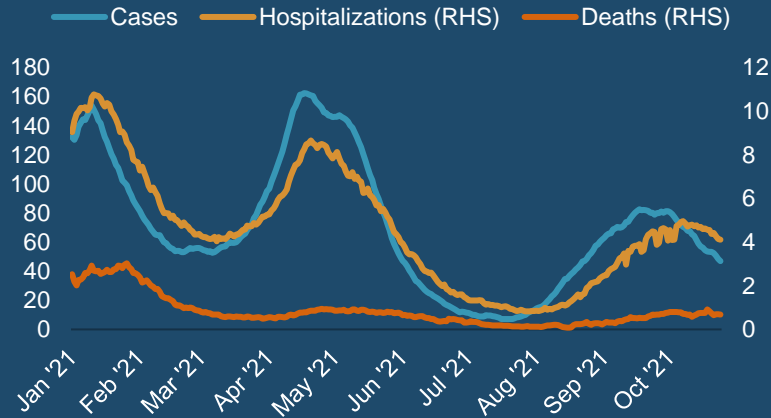
- **Portfolio occupancy increased approximately 300bps during the third quarter**
- Eight reported resident COVID-19 cases on a trailing two week basis<sup>(4)</sup>
- Nearly all residents and staff have been vaccinated<sup>(4)</sup>
- All communities are open for tours and visitation while admissions bans have been local and temporary
- Most residents have received booster vaccines through regularly scheduled flu clinics

1. Public Health England. Data as of 10/24/2021  
 2. COVID Daily New Cases by Age only available for England, as of 10/24/2021  
 3. <https://www.gov.uk/government/news/everyone-working-in-care-homes-to-be-fully-vaccinated-under-new-law-to-protect-residents>  
 4. Data presented as of 10/29/2021 as reported by operators

# Canada SHO Portfolio | Occupancy gains continue despite elevated COVID-19 case counts

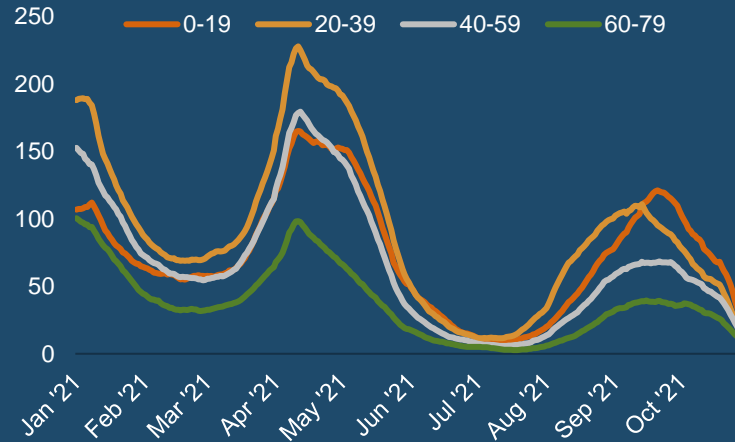
## Canada COVID Cases, Hospitalizations and Deaths

Trailing 7-Day Cases and Deaths per 100K;  
Daily Hospitalized Individuals per 100K



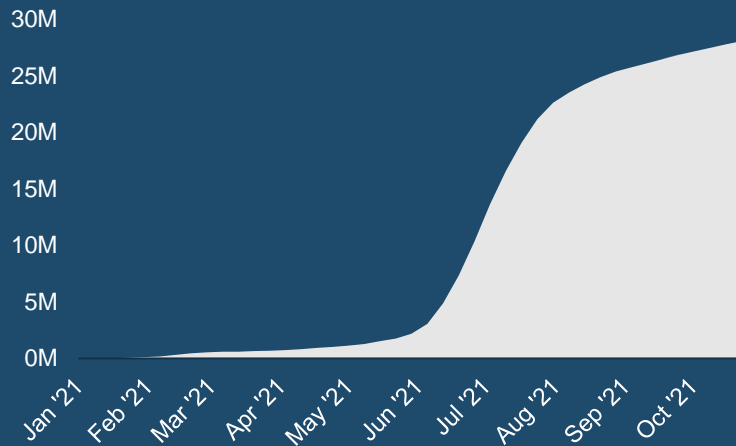
## Canada Case Counts by Age Cohort

Trailing 7-day count per 100K

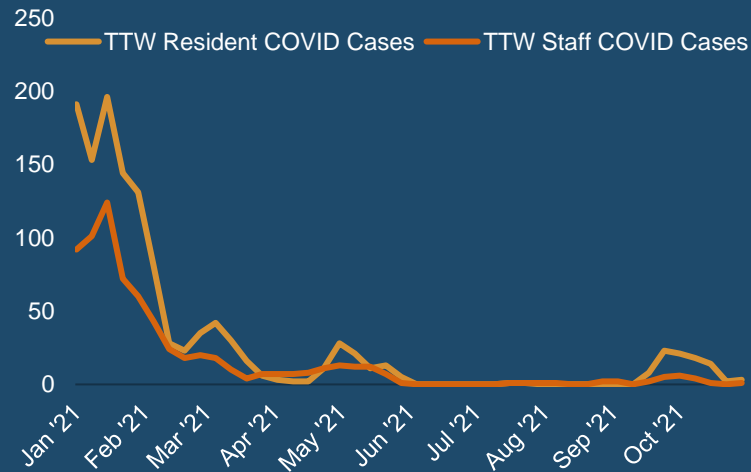


## Canada Vaccinations

Cumulative count of fully vaccinated individuals



## WELL Canada SHO Portfolio<sup>(2)</sup>



## Canada COVID-19 Update<sup>(1)</sup>

- The 70+ age cohort continues to represent a minority of new COVID-19 cases in Canada, a trend which has persisted since the outset of the pandemic
- 83% of the population 12 years of age or older is fully vaccinated; 73% of the overall population is fully vaccinated
- COVID-related hospitalizations and deaths remain meaningfully below prior waves
- All provinces have removed move in restrictions for seniors housing communities
- Most large seniors housing operators mandating staff vaccinations

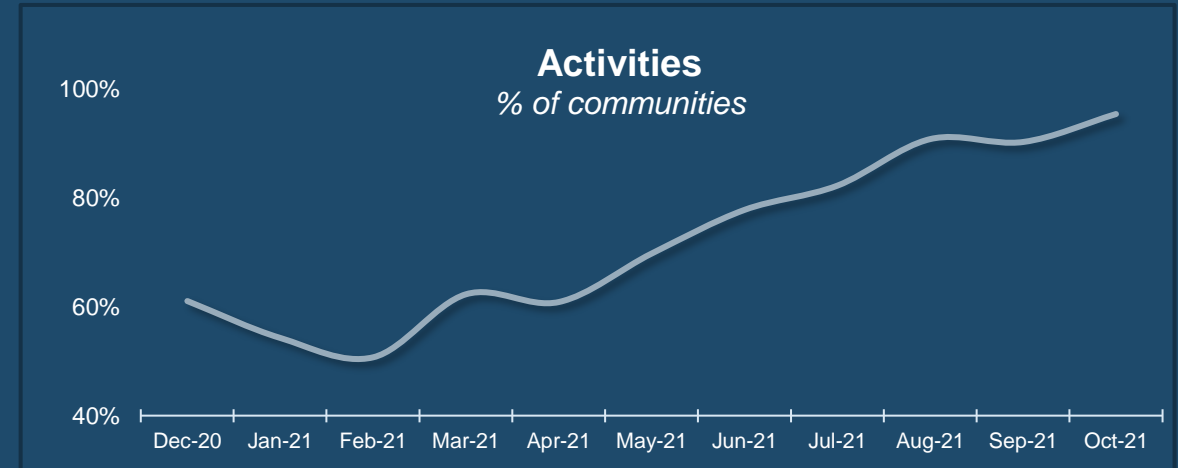
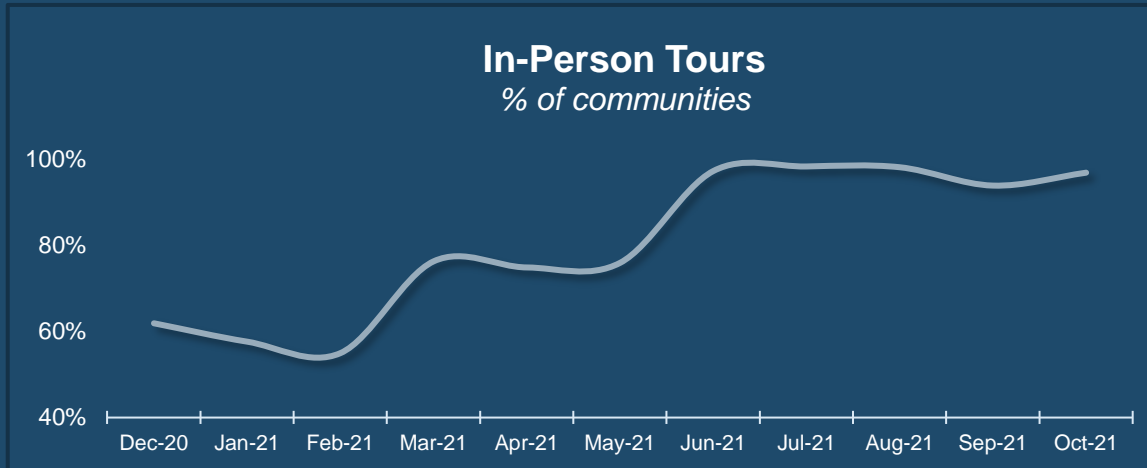
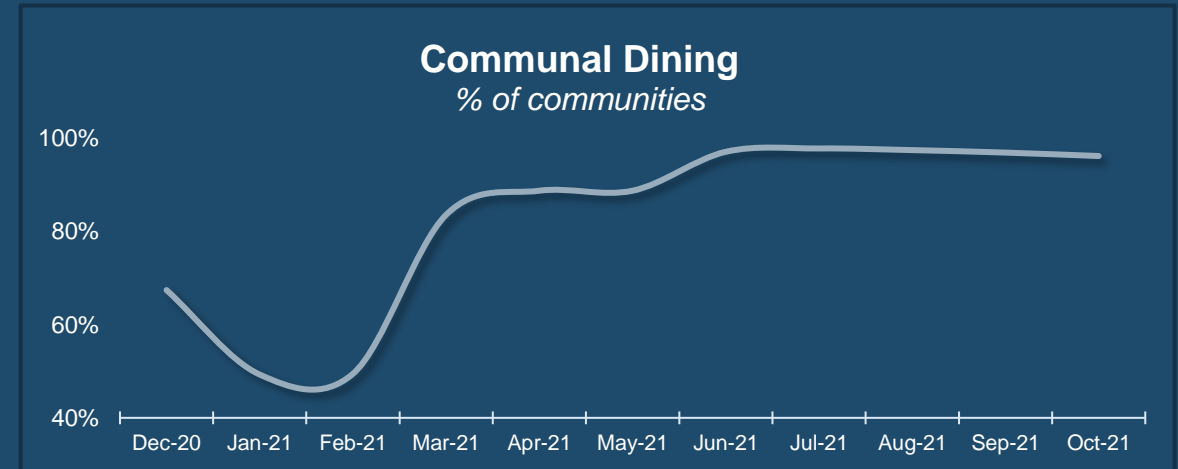
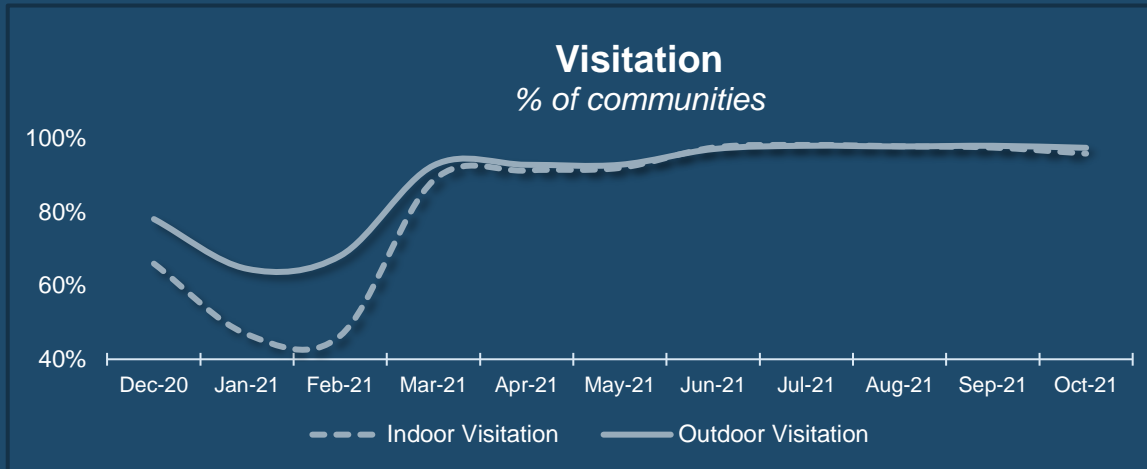
## Welltower Canada Operations Update

- **Portfolio occupancy increased approximately 70bps during 3Q21 as compared to a decline of 60bps during 2Q21**
- Three reported resident COVID-19 case on a trailing two week basis<sup>(2)</sup>
- Approximately 95% of residents and nearly 90% of staff have been fully vaccinated<sup>(2)</sup>
- **3Q21 tour activity has increased ~80% from 2Q21 levels**
- Nearly all communities open for new admissions

1. <https://health-infobase.canada.ca/>  
2. Data presented as of 10/29/2021 as reported by operators

# SHO Portfolio | Additional Community Details<sup>(1)</sup>

Nearly **ALL COMMUNITIES** across US, UK and Canada allowing **VISITATION, IN-PERSON TOURS** and **COMMUNAL DINING**



1. As of October 5, 2021, as reported by operators

# SHO Portfolio | Path to Recovery

Category	NOI (\$M)
A) 3Q21 Portfolio - IPNOI Portfolio	686
B) Stable Portfolio Remaining Occupancy Recovery	296
C) Development, Lease-Up, Transitions and Acquisitions	97
D) Lease-Up of COVID Class Acquisitions (4Q20-3Q21)	82
E) 3Q21 Portfolio - Post COVID Recovery NOI	1,161

Incremental ~\$100M in stabilized NOI from recently announced definitive agreements to acquire an additional \$1.3B of seniors housing properties

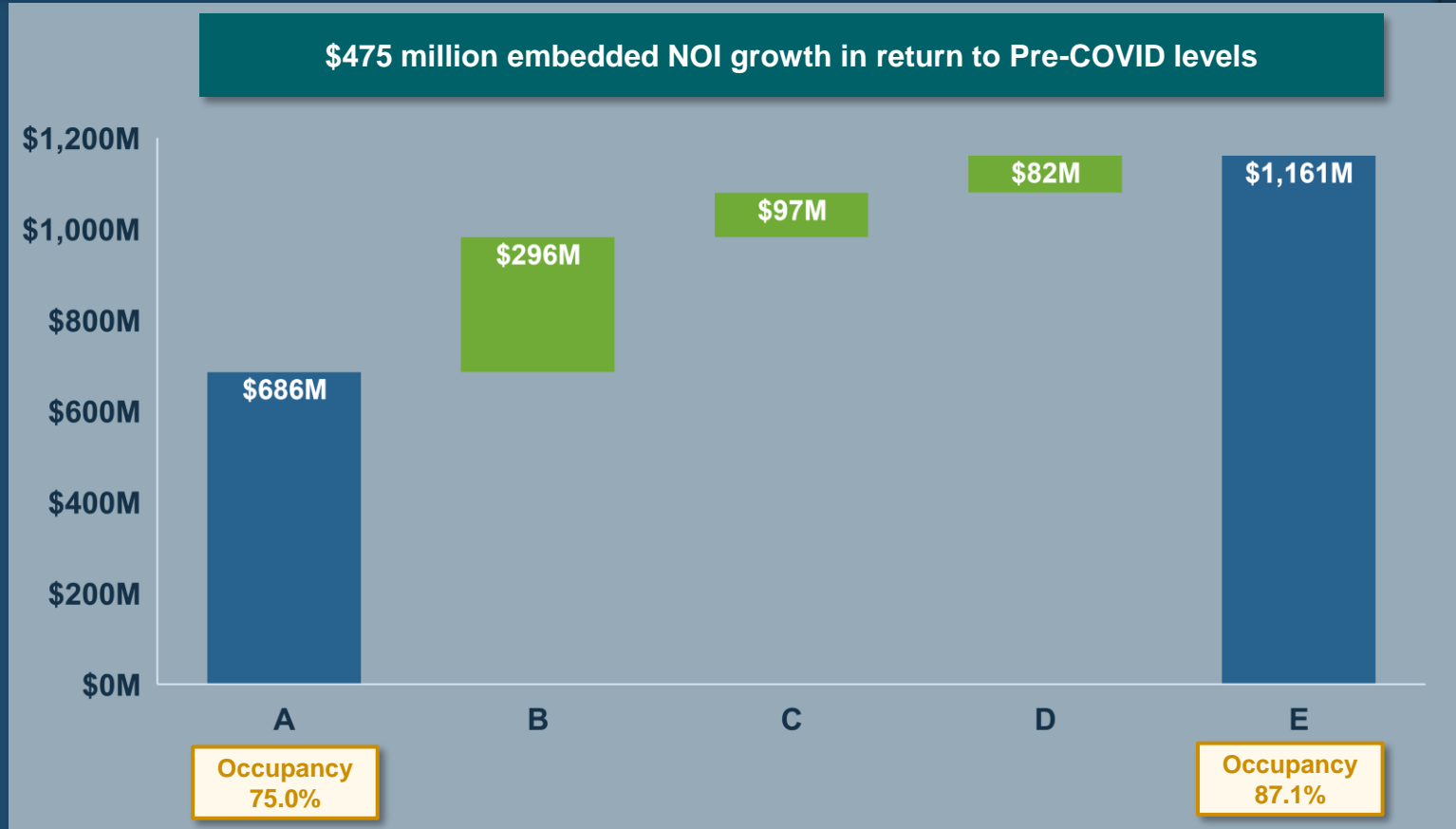
A) 3Q21 Portfolio In-Place NOI

B) 4Q19 Stable Portfolio - Incremental NOI from return to 4Q19 NOI levels

C) Incremental NOI from: Development properties delivered subsequent to 4Q19, lease-up properties as of 4Q19, properties transitioned to SHO from SHNNN subsequent to 4Q19, properties acquired subsequent to 4Q19 and prior to 4Q20. NOI stabilization assumes return to Pre-COVID NOI for acquisition properties and underwritten stabilized NOI for development properties

D) Incremental NOI from stabilization of acquisitions between 4Q20 and 3Q21

E) 3Q21 portfolio post-COVID recovery NOI. Represents portfolio occupancy of 87.1% and operating margin of 30.5%



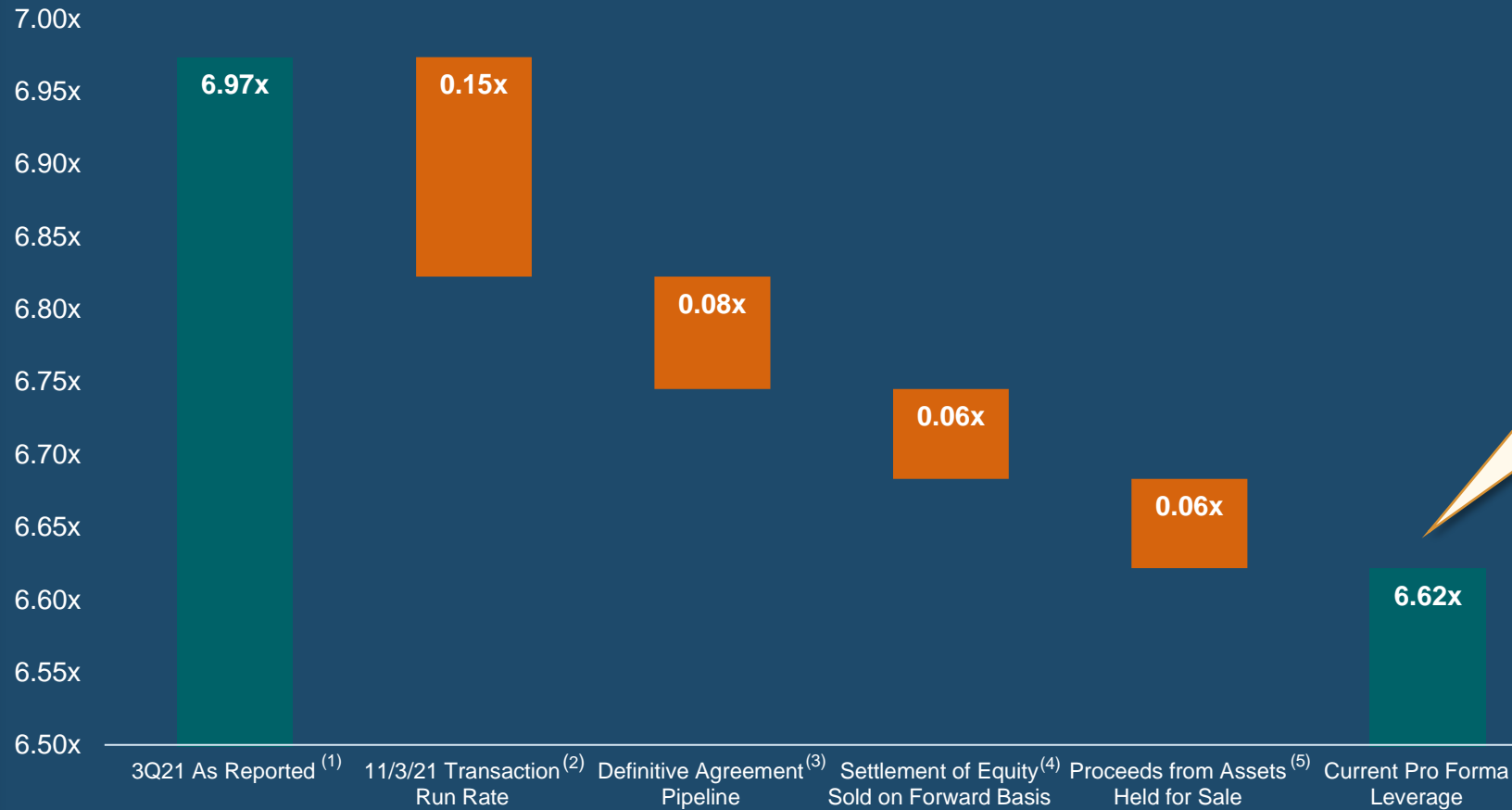
Potential for **ADDITIONAL UPSIDE** assuming return to PEAK OCCUPANCY of 91.2% in 4Q2015



# Balance Sheet & Investments Update

# Balance Sheet Strength

Continued reduction in pro forma Net Debt/Adjusted EBITDA since 1Q2021



Organic De-Leveraging From Recovery in SH NOI

Further 1.25x leverage reduction to 5.37x assuming \$475 million in embedded EBITDA recovery to pre-COVID occupancy levels<sup>(6)</sup>

Credit Outlook Upgrade

**BBB+**

“An ongoing commitment to maintaining healthy liquidity levels and a strong balance sheet is expected to drive meaningful improvement to the key credit metrics.”

**Baa1**  
**MOODY'S**

“...We expect that continued recovery in cash flows from the REIT's senior housing operating business, combined with its conservative financial policies, will result in continued improvement in leverage and other key credit metrics.”

1. Represents 3Q2021 Net Debt to Adjusted EBITDA as reported. See Supplemental Financial Measures at the end of this presentation.  
 2. Includes pro forma adjustments to reflect acquisition and disposition activity in 3Q2021 and closed acquisition and disposition activity in 4Q2021 through November 3, 2021 as if all transactions occurred on July 1, 2021.  
 3. Includes pro forma adjustment for \$1.3 billion of definitive agreement acquisitions at 6.9% yield assuming capitalization of 65% equity (utilizing \$862 million of \$990 million unsettled equity as of November 3, 2021) and 35% debt as if the transaction occurred on July 1, 2021.  
 4. Includes pro forma adjustment to reflect proceeds of \$128 million from the settlement of shares issued through WELL's at-the-market program on a forward basis not yet settled through November 3, 2021 2021 (\$990 million less \$862 million in proceeds related to shares settled for the pro forma definitive agreement acquisitions).  
 5. Includes pro forma adjustment to reflect proceeds of \$283 million related to 3Q2021 assets held for sale as of September 30, 2021 not yet closed subsequent to quarter end as of November 3, 2021.  
 6. See slide 32 for additional details on potential NOI upside.

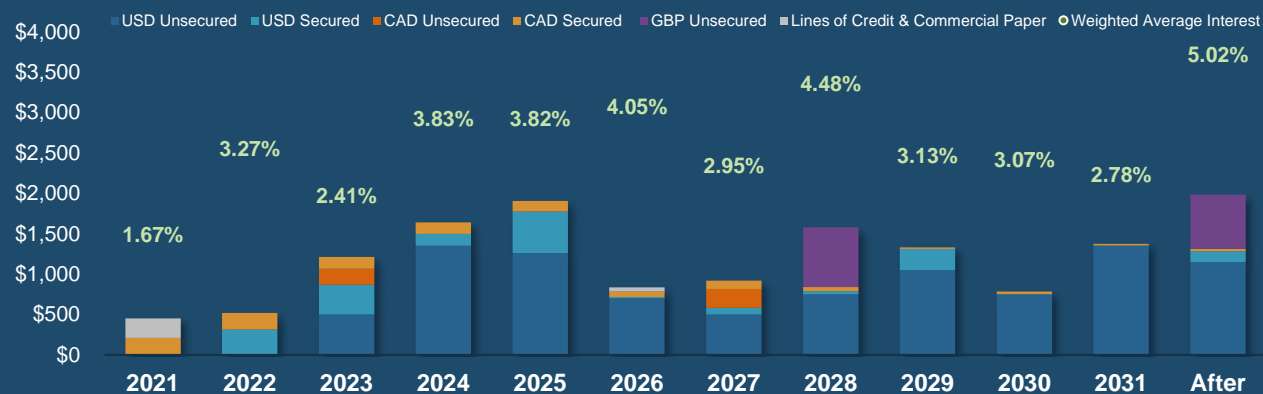
# Balance Sheet Highlights

## Recent Highlights

- Credit outlook upgraded to Stable by S&P Global and Moody's, citing improving fundamentals in addition to Welltower's ongoing commitment to maintaining healthy liquidity levels and balance sheet strength
- Net debt/Adjusted EBITDA of 6.97x as of September 30, 2021<sup>(1)</sup>; SHO portfolio occupancy and margin recovery will likely drive further improvement to leverage metrics in future quarters
- Year-to-date, sold 29.5 million shares of common stock under our ATM program via forward sale agreements for total gross proceeds of approximately \$2.4 billion, of which approximately 11.8 million shares remain unsettled which are expected to generate future gross proceeds of \$1.0 billion
- No material unsecured debt maturities until 2024

## Debt Maturity Schedule<sup>(5,6,7)</sup>

### Weighted Average Maturity of 7.1 Years



## Liquidity – September 30, 2021

In millions

Cash and Cash Equivalents <sup>(2)</sup>	\$307
Line of Credit Capacity	\$3,709
<b>Total Available Liquidity</b>	<b>\$4,016</b>
Expected Proceeds from Assets Held for Sale and Loan Payoffs <sup>(3)</sup>	\$309
Remaining Proceeds from At-the-Market Equity Issuance <sup>(4)</sup>	\$990
<b>Total Near-Term Available Liquidity</b>	<b>\$5,315</b>

## Unsecured Debt Covenant Compliance<sup>(8)</sup>

	3Q2021	Covenant	Compliance
Secured Indebtedness to Total Assets	6.8%	<40.0%	✓
Total Indebtedness To Total Assets	42.5%	<60.0%	✓
Unsecured Debt to Unencumbered Assets	36.5%	<66.7%	✓
Fixed Charge Coverage Ratio	4.32x	>1.50x	✓

1. See Supplemental Financial Measures at the end of this presentation

2. Cash balance of \$307 million as of September 30, 2021, including cash and cash equivalents and IRC Section 1031 deposit

3. Includes 3Q2021 assets held for sale of \$283 million and \$26 million in near-term expected loan payoffs as of September 30, 2021

4. Shares issued through WELL's at-the-market program on a forward basis not yet settled through September 30, 2021

5. Represents pro rata principal amounts due and excluding unamortized premiums/discounts or other fair value adjustments as reflected on the balance sheet. Excludes lease liabilities relating to both finance and operating leases

6. The 2021 maturity reflects the \$240,000,000 in principal outstanding on our unsecured commercial paper program as of as of September 30, 2021. The unsecured revolving credit facility is comprised of a \$1,000,000,000 tranche that matures on June 4, 2023 (none outstanding at September 30, 2021) and a \$3,000,000,000 tranche that matures on June 4, 2025 (\$51,000,000 outstanding at September 30, 2021). Both tranches may be extended for two successive terms of six month at our option. These borrowings reduce the available borrowing capacity of our unsecured revolving credit facility to \$3,709,000,000 as of September 30, 2021. If the commercial paper was refinanced using the unsecured revolving credit facility, the weighted average years to maturity of our combined debt would be 7.2 years with extensions.

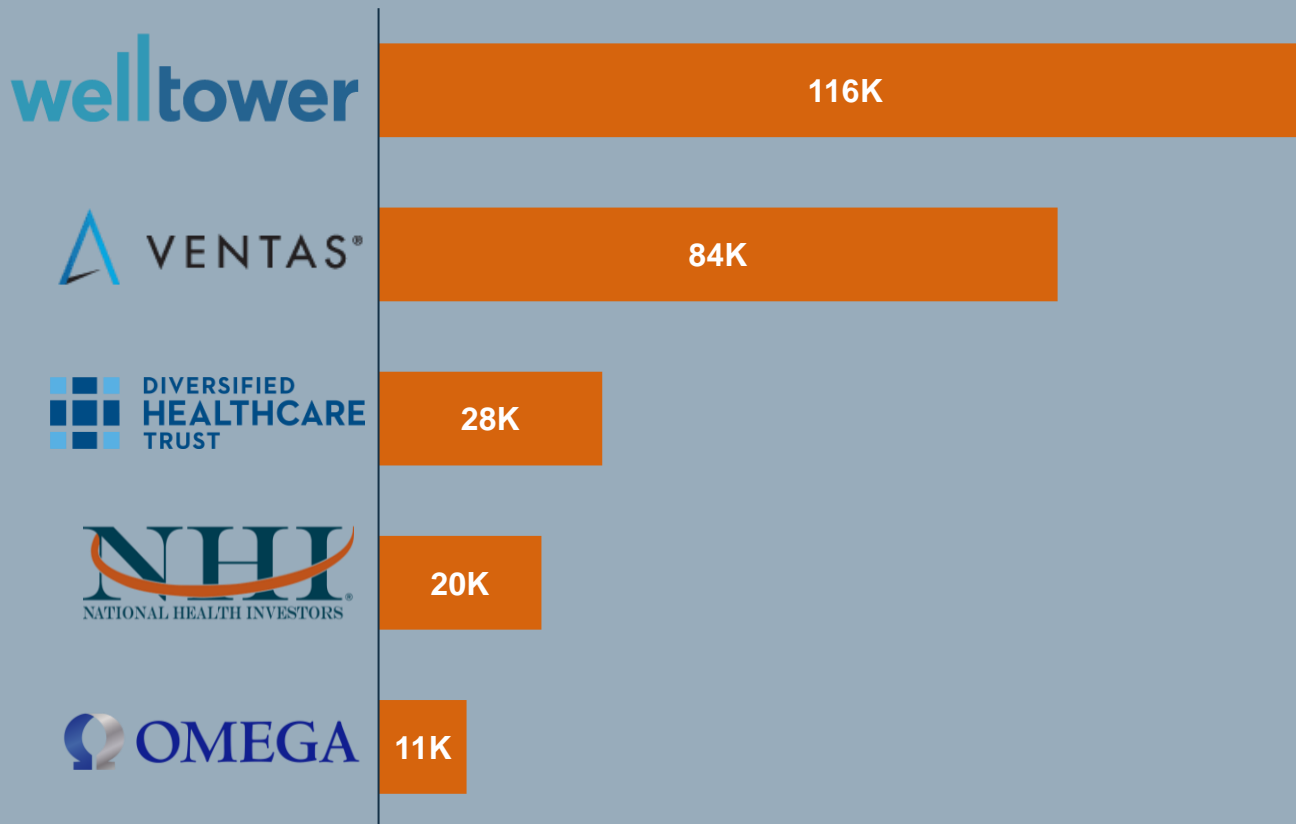
7. 2023 includes a \$500,000,000 unsecured term loan and a CAD \$250,000,000 unsecured term loan (approximately \$197,270,000 USD at September 30, 2021). The loans mature on July 19, 2023. The interest rates on the loans are LIBOR + 0.9% for USD and CDOR + 0.9% for CAD.

8. Welltower's unsecured debt covenant definitions were recently updated to reflect market precedent for the most recent issuances of \$500 million senior unsecured notes bearing interest at 2.05% with a maturity date of January 2029 and \$750 million senior unsecured notes bearing interest at 2.80% with a maturity date of June 2031. Covenant calculations based on updated definitions are as follows: Secured Indebtedness to Total Assets: 5.9%, Total Indebtedness to Total Assets: 35.94%, Unsecured Debt to Unencumbered Assets: 37.22%, Fixed Charge Coverage Ratio: 4.76x

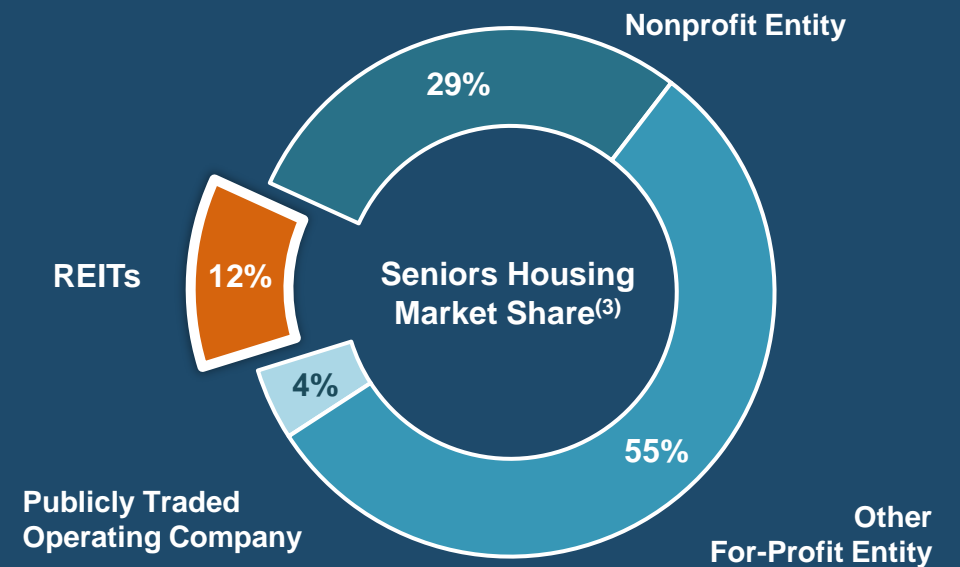
# US Seniors Housing Sector

*Industry Fragmentation and Distress Creates Opportunity for Consolidation & Margin Enhancement*

Top 5 Public REIT SH Owners by Unit Count<sup>(1,2)</sup>



**95%** of seniors housing operators run 10 communities or fewer<sup>(1)</sup>



1. NIC MAP Top 140 MSAs  
 2. Public filings as of June 30, 2021; pro forma for previously announced Welltower acquisition of 85 property Holiday/Atria portfolio (10,390 units) and Ventas acquisition of New Senior Investment Group (12,400 units), both completed in 3Q2021  
 3. American Seniors Housing Association, 2021 ASHA 50; as of June 1, 2021

# Sunrise UK Portfolio Optimization

## Opportunity Overview

- Sunrise to exit the United Kingdom to refocus on North America growth initiatives including: ground-up development, redevelopment, lease-up of recently opened communities, and strategic acquisition of new management contracts
- Management of Sunrise properties in UK to be assumed by leading seniors housing operators, Signature Senior Lifestyle and Care UK. All parties are working collaboratively to help ensure a smooth management transition by year-end 2021
- **Existing Sunrise community staff to remain in place to provide continuity in services and a seamless transition**
- **Strong alignment between Welltower and Care UK and Signature through new RIDEA 3.0 management contracts with a focus on both top and bottom-line financial metrics and other long-term incentives**

### Care UK

- Welltower to form new relationship with Care UK, a best-in-class care home provider in the UK operating 123 communities across England and Scotland with a focus on higher acuity residents
- Care UK is a leader in quality with a 40-year track record, seasoned management team, and advanced management systems
- Prolific seniors housing developer and operator with 56 new communities successfully opened over the past decade
- Strong position in private pay market with regional strength in relevant geographies
- Provides Welltower with a combination of external growth and portfolio optimization opportunities

### Signature Senior Lifestyle

- Signature Senior Lifestyle was established in 2006 and has developed into a market leader in the premium private pay segment offering residential, nursing and dementia care in affluent locations in the London metropolitan area
- Both Signature and Sunrise share similar operating characteristics in terms of resident profile, acuity mix and geography
- Signature has historically generated operating margins at or near the high-end of the UK senior housing sector<sup>(1)</sup>
- Management company owned by Revera, a Canada-based owner, operator, and investor in the senior living sector and long-time partner of Welltower
- Several members of Signature's leadership team formerly held senior management roles at Sunrise, or were deeply involved in developing Sunrise properties



Sunrise of Guildford | Guildford, UK



Sunrise of Elstree | Borehamwood, UK

# Supplemental Financial Measures

# Non-GAAP Financial Measures

We believe that revenues, net income and net income attributable to common stockholders ("NICS"), as defined by U.S. generally accepted accounting principles ("U.S. GAAP"), are the most appropriate earnings measurements. However, we consider Net Operating Income ("NOI"), In-Place NOI ("IPNOI"), Same Store NOI ("SSNOI"), REVPOR and Same Store REVPOR ("SS REVPOR"), EBITDA and Adjusted EBITDA to be useful supplemental measures of our operating performance. Excluding EBITDA and Adjusted EBITDA these supplemental measures are disclosed on our pro rata ownership basis.

Pro rata amounts are derived by reducing consolidated amounts for minority partners' noncontrolling ownership interests and adding our minority ownership share of unconsolidated amounts. We do not control unconsolidated investments. While we consider pro rata disclosures useful, they may not accurately depict the legal and economic implications of our joint venture arrangements and should be used with caution.

Our supplemental reporting measures and similarly entitled financial measures are widely used by investors, equity and debt analysts and rating agencies in the valuation, comparison, rating and investment recommendations of companies. Our management uses these financial measures to facilitate internal and external comparisons to historical operating results and in making operating decisions. Additionally, these measures are utilized by the Board of Directors to evaluate management.

None of the supplemental reporting measures represent net income or cash flow provided from operating activities as determined in accordance with U.S. GAAP and should not be considered as alternative measures of profitability or liquidity. Finally, the supplemental reporting measures, as defined by us, may not be comparable to similarly entitled items reported by other real estate investment trusts or other companies. Multi-period amounts may not equal the sum of the individual quarterly amounts due to rounding.

# NOI, IPNOI, SSNOI, REVPOR & SS REVPOR

We define NOI as total revenues, including tenant reimbursements, less property operating expenses. Property operating expenses represent costs associated with managing, maintaining and servicing tenants for our properties. These expenses include, but are not limited to, property-related payroll and benefits, property management fees paid to operators, marketing, housekeeping, food service, maintenance, utilities, property taxes and insurance. General and administrative expenses represent costs unrelated to property operations and transaction costs. These expenses include, but are not limited to, payroll and benefits, professional services, office expenses and depreciation of corporate fixed assets.

IPNOI represents NOI excluding interest income, other income and non-IPNOI and adjusted for timing of current quarter portfolio changes such as acquisitions, development conversions, segment transitions, dispositions and investments held for sale.

SSNOI is used to evaluate the operating performance of our properties using a consistent population which controls for changes in the composition of our portfolio. As used herein, same store is generally defined as those revenue-generating properties in the portfolio for the relevant year-over-year reporting periods. Land parcels, loans and sub-leases as well as any properties acquired, developed/redeveloped (including major refurbishments where 20% or more of units are simultaneously taken out of commission for 30 days or more), sold or classified as held for sale during that period are excluded from the same store amounts. Properties undergoing operator and/or segment transitions (except Seniors Housing Triple-net to Seniors Housing Operating with the same operator) are also excluded from same store amounts. Normalizers include adjustments that in management's opinion are appropriate in considering SSNOI, a supplemental, non-GAAP performance measure. None of these adjustments, which may increase or decrease SSNOI, are reflected in our financial statements prepared in accordance with U.S. GAAP. Significant normalizers (defined as any that individually exceed 0.50% of SSNOI growth per property type) are separately disclosed and explained in the relevant supplemental reporting package.

REVPOR represents the average revenues generated per occupied room per month at our seniors housing operating properties. It is calculated as our pro rata version of total resident fees and services revenues from the income statement divided by average monthly occupied room days. SS REVPOR is used to evaluate the REVPOR performance of our properties under a consistent population which eliminates changes in the composition of our portfolio. It is based on the same pool of properties used for SSNOI and includes any revenue normalizations used for SSNOI. We use REVPOR and SS REVPOR to evaluate the revenue-generating capacity and profit potential of its seniors housing operating portfolio independent of fluctuating occupancy rates. They are also used in comparison against industry and competitor statistics, if known, to evaluate the quality of our seniors housing operating portfolio.

We believe NOI, IPNOI, SSNOI, REVPOR and SS REVPOR provide investors relevant and useful information because they measure the operating performance of our properties at the property level on an unleveraged basis. We use these metrics to make decisions about resource allocations and to assess the property level performance of our properties.



# In-Place NOI Reconciliations

(dollars in thousands)

	<u>3Q21</u>	<u>In-Place NOI by property type</u>	<u>3Q21</u>	<u>% of Total</u>
Net income (loss)	\$ 190,336	Seniors Housing Operating	\$ 685,716	39 %
Loss (gain) on real estate dispositions, net	(119,954)	Seniors Housing Triple-Net	410,524	23 %
Loss (income) from unconsolidated entities	15,832	Outpatient Medical	417,788	24 %
Income tax expense (benefit)	4,940	Health System	161,732	9 %
Other expenses	3,575	Long-Term/Post-Acute Care	95,076	5 %
Impairment of assets	1,490	Total In-Place NOI	\$ 1,770,836	100 %
Provision for loan losses, net	(271)			
Loss (gain) on extinguishment of debt, net	(5)			
Loss (gain) on derivatives and financial instruments, net	(8,078)			
General and administrative expenses	32,256			
Depreciation and amortization	267,754			
Interest expense	122,522			
Consolidated net operating income	510,397			
NOI attributable to unconsolidated investments <sup>(1)</sup>	20,042			
NOI attributable to noncontrolling interests <sup>(2)</sup>	(31,061)			
Pro rata net operating income (NOI)	499,378			
Adjust:				
Interest income	(39,864)			
Other income	(7,553)			
Sold / held for sale	(6,004)			
Developments / land	2,082			
Non In-Place NOI <sup>(3)</sup>	(14,522)			
Timing adjustments <sup>(4)</sup>	9,192			
In-Place NOI	442,709			
Annualized In-Place NOI	\$ 1,770,836			

(1) Represents Welltower's interest in joint ventures where Welltower is the minority partner.

(2) Represents minority partner's interest in joint ventures where Welltower is the majority partner and includes an adjustment to remove NOI related to a leasehold portfolio interest for 26 properties assumed by a wholly-owned affiliate in conjunction with the Holiday Retirement transaction. Subsequent to the initial transaction, we purchased eight of the leased properties and one of the properties was sold by the landlord and removed from the lease. No rent will be paid in excess of net cash flows relating to the leasehold properties.

(3) Primarily represents non-cash NOI.

(4) Represents timing adjustments for current quarter acquisitions, construction conversions and segment or operator transitions.

# SHO REVPOR Growth Reconciliation

(dollars in thousands, except SS REVPOR )

	3Q21	2Q21	3Q20
<b>SHO SS REVPOR Growth</b>			
Consolidated SHO revenues	\$ 839,519	\$ 742,549	\$ 742,065
Unconsolidated SHO revenues attributable to WELL <sup>(1)</sup>	45,991	45,032	42,574
SHO revenues attributable to noncontrolling interests <sup>(2)</sup>	(73,414)	(59,346)	(58,505)
SHO pro rata revenues <sup>(3)</sup>	812,096	728,235	726,134
Non-cash revenues on same store properties	(562)	(572)	(848)
Revenues attributable to non-same store properties	(142,217)	(77,938)	(54,813)
Currency and ownership adjustments <sup>(4)</sup>	(448)	(3,621)	2,266
Other normalizing adjustments <sup>(5)</sup>	—	—	(1,481)
SHO SS revenues <sup>(6)</sup>	\$ 668,869	\$ 646,104	\$ 671,258
Sequential SS Revenue growth	3.5 %		
Average occupied units/month <sup>(7)</sup>	39,716		40,736
SHO SS REVPOR <sup>(8)</sup>	\$ 5,568		\$ 5,448
SS REVPOR YOY growth	2.2 %		

(1) Represents Welltower's interests in joint ventures where Welltower is the minority partner.

(2) Represents minority partners' interests in joint ventures where Welltower is the majority partner and includes an adjustment to remove NOI related to certain leasehold properties. See page 16 for more information.

(3) Represents SHO revenues at Welltower pro rata ownership.

(4) Includes where appropriate adjustments to reflect consistent property ownership percentages, to translate Canadian properties at a USD/CAD rate of 1.2684 and to translate UK properties at a GBP/USD rate of 1.38.

(5) Represents aggregate normalizing adjustments which are individually less than .50% of SSNOI growth.

(6) Represents SS SHO revenues at Welltower pro rata ownership.

(7) Represents average occupied units for SS properties on a pro rata basis.

(8) Represents pro rata SS average revenues generated per occupied room per month.

# EBITDA and Adjusted EBITDA

We measure our credit strength both in terms of leverage ratios and coverage ratios. The leverage ratios indicate how much of our balance sheet capitalization is related to long-term debt, net of cash and Internal Revenue Code (“IRC”) Section 1031 deposits. We expect to maintain capitalization ratios and coverage ratios sufficient to maintain a capital structure consistent with our current profile. The ratios are based on EBITDA and Adjusted EBITDA. EBITDA is defined as earnings (net income per income statement) before interest expense, income taxes, depreciation and amortization. Adjusted EBITDA is defined as EBITDA excluding unconsolidated entities and including adjustments for stock-based compensation expense, provision for loan losses, gains/losses on extinguishment of debt, gains/losses/impairments on properties, gains/losses on derivatives and financial instruments, other expenses, additional other income and other impairment charges. We believe that EBITDA and Adjusted EBITDA, along with net income, are important supplemental measures because they provide additional information to assess and evaluate the performance of our operations. Our leverage ratios include net debt to Adjusted EBITDA. Net debt is defined as total long-term debt, excluding operating lease liabilities, less cash and cash equivalents and any IRC Section 1031 deposits.

# Net Debt to Adjusted EBITDA

(dollars in thousands)	<u>Three Months Ended</u> <u>September 30,</u> <u>2021</u>	<u>Three Months Ended</u> <u>September 30,</u> <u>2021</u>
Net income	\$ 190,336	Long-term debt obligations <sup>(3,4)</sup> 13,779,652
Interest expense	122,522	Cash and cash equivalents <sup>(5)</sup> (307,385)
Income tax expense (benefit)	4,940	<u>Net debt 13,472,267</u>
Depreciation and amortization	<u>267,754</u>	Adjusted EBITDA 482,978
EBITDA	585,552	<u>Adjusted EBITDA annualized \$ 1,931,912</u>
Loss (income) from unconsolidated entities	15,832	Net debt to Adjusted EBITDA ratio 6.97 x
Stock-based compensation expense	4,535	
Loss (gain) on extinguishment of debt, net	(5)	
Loss (gain) on real estate dispositions, net	(119,954)	
Impairment of assets	1,490	
Provision for loan losses	(271)	
Loss (gain) on derivatives and financial instruments, net	(8,078)	
Other expenses	3,519	
Other Impairments	—	
Leasehold interest adjustment <sup>(1)</sup>	(640)	
Casualty losses, net of recoveries <sup>(2)</sup>	998	
Adjusted EBITDA	<u>\$ 482,978</u>	

(1) Represents \$13,214,000 of revenues and \$12,574,000 of property operating expenses associated with a leasehold portfolio interest relating to 26 properties assumed by a wholly-owned affiliate in conjunction with the Holiday Retirement transaction. Subsequent to the initial transaction, we purchased eight of the leased properties and one of the properties was sold by the landlord and removed from the lease. No rent will be paid in excess of net cash flow relating to the leasehold properties and therefore, the net impact has been excluded from Adjusted EBITDA.

(2) Represents casualty losses net of any insurance recoveries.

(3) Amounts include unamortized premiums/discounts and other fair value adjustments as reflected on the balance sheet

(4) Includes unamortized premiums/discounts, other fair value adjustments and financing lease liabilities. Excludes operating lease liabilities related to ASC 842 adoption.

(5) Inclusive of IRC Section 1031 deposits, if any.

# Proforma Net Debt to Adjusted EBITDA

(dollars in thousands)

	Three Months Ended September 30, 2021 (Actual) <sup>(1)</sup>	Q3 Acquisitions and Dispositions <sup>(2)</sup>	Q4 Announced Acquisitions and Dispositions <sup>(3)</sup>	Definitive Agreements <sup>(4)</sup>	ATM Forward Sale Settlement <sup>(5)</sup>	September 30, 2021 Held-for-Sale Dispositions <sup>(6)</sup>	Three Months Ended September 30, 2021 (Pro Forma)
Adjusted EBITDA	\$ 482,978	\$ 10,823	\$ 1,113	\$ 22,874	\$ —	\$ (5,879)	511,909
Annualized Adjusted EBITDA	\$ 1,931,912	\$ 43,292	\$ 4,452	\$ 91,496	\$ —	\$ (23,516)	2,047,636
Net Debt <sup>(7)</sup>	\$ 13,472,267	\$ —	\$ 33,858	\$ 464,100	\$ (128,100)	\$ (283,314)	13,558,811
Net Debt to Adjusted EBITDA	6.97 x						6.62 x

(1) Please refer to calculation of Adjusted EBITDA for the three months ended September 30, 2021 on page the previous slide.

(2) Pro forma adjustment to reflect acquisition and loan funding activity for the three months ended September 30, 2021 as well as disposition activity for same period as detailed on the Gross Investment Activity page of our Supplement Information report for 3Q21, as if the transactions occurred on July 1, 2021. Pro forma adjustments are based on estimates and assumptions and are preliminary in nature, and should not be assumed to be an indication of the results that would have been achieved had the transactions been completed as of the date indicated.

(3) Pro forma adjustment to reflect acquisition and loan funding activity as well as disposition and loan payoff activity occurring since September 30, 2021, as if the transactions occurred on July 1, 2021. Pro forma adjustments are based on estimates and assumptions and are preliminary in nature, and should not be assumed to be an indication of the results that would have been achieved had the transactions been completed as of the date indicated.

(4) Pro forma adjustment to reflect the definitive agreement acquisitions disclosed in our November 4, 2021 press release, as if the transactions occurred on July 1, 2021. Pro forma adjustments are based on estimates and assumptions and are preliminary in nature, and should not be assumed to be an indication of the results that would have been achieved had the transaction been completed as of the date indicated. Furthermore, transactions not yet closed are subject to customary closing conditions and there can be no assurances as to the timing of closing.

(5) Proforma adjustment to reflect the expected net cash proceeds associated with the settlement of forward sales under our ATM program as if such forward sales were settled on July 1, 2021.

(6) Pro forma adjustment to reflect the impact of the expected sale of properties classified as held-for-sale as of September 30, 2021, as if the transactions occurred on July 1, 2021. Pro forma adjustments are based on estimates and assumptions and are preliminary in nature, and should not be assumed to be an indication of the results that would have been achieved had the transactions been completed as of the date indicated. Furthermore, transactions not yet closed are subject to customary closing conditions and there can be no assurances as to the timing of closing.

(7) Net debt includes unamortized premiums/discounts, other fair value adjustments and financing lease liabilities of \$110,244,000 but excludes operating lease liabilities of \$434,303,000, respectively. Furthermore, net debt includes IRC Section 1031 deposits, if any.

