

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

| | | | |
|--|-----------------------------------|---|-----------------------------|
| 1 Issuer's name | | 2 Issuer's employer identification number (EIN) | |
| HEALTH CARE REIT, INC. | | 34-1096634 | |
| 3 Name of contact for additional information | 4 Telephone No. of contact | 5 Email address of contact | |
| JOHN GIANNETTI | 419-247-2800 | JGIANNET@HCREIT.COM | |
| 6 Number and street (or P.O. box if mail is not delivered to street address) of contact | | 7 City, town, or post office, state, and Zip code of contact | |
| 4500DORR STREET | | TOLEDO, OHIO 43615-4040 | |
| 8 Date of action | | 9 Classification and description | |
| SEE BELOW | | COMMON STOCK DIVIDENDS | |
| 10 CUSIP number | 11 Serial number(s) | 12 Ticker symbol | 13 Account number(s) |
| 42217K 106 | N/A | HCN | N/A |

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **THE ISSUER MADE CASH DISTRIBUTIONS TO ITS SHAREHOLDERS IN EXCESS OF ITS CURRENT AND ACCUMULATED EARNINGS AND PROFITS. SEE LINE 15 FOR THE AMOUNT OF THESE DISTRIBUTIONS PER SHARE.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **THE DISTRIBUTIONS REDUCED THE BASIS OF THE SECURITIES IN THE HANDS OF THE US TAXPAYER(S) AS FOLLOWS:**

| PAYMENT DATE | RETURN OF CAPITAL |
|--------------|-------------------|
| 02/21/2012 | \$.334400 |
| 05/21/2012 | \$.334400 |
| 08/20/2012 | \$.334400 |
| 11/20/2012 | \$.334400 |

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **THE CALCULATION FOR THE RETURN OF CAPITAL PORTION OF DIVIDENDS MADE TO COMMON STOCK SHAREHOLDERS OF HEALTH CARE REIT, INC. DURING 2012, REPRESENTS THE TOTAL DISTRIBUTIONS MADE TO HEALTH CARE REIT, INC. COMMON SHAREHOLDERS LESS THE AMOUNT ATTRIBUTED TO ORDINARY INCOME, CAPITAL GAINS, AND UNRECAPTURED SECTION 1250 GAIN.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

IRC SECTION 301(c)(2)

IRC SECTION 316

18 Can any resulting loss be recognized? ▶ N/A

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **HEALTH CARE REIT, INC. A REAL ESTATE INVESTMENT TRUST, DECLARED AND PAID QUARTERLY CASH DISTRIBUTIONS TO ITS COMMON SHAREHOLDERS DURING ITS FISCAL YEAR COMMENCING JANUARY 1, 2012 AND ENDING DECEMBER 31, 2012**

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ /s/ Michael A. Crabtree Date ▶ _____

Print your name ▶ **MICHAEL A. CRABTREE** Title ▶ **SVP & TREASURER**

| | | | | | |
|-------------------------------|----------------------------|----------------------|------|---|--------------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed | PTIN |
| | Firm's name ▶ | | | | Firm's EIN ▶ |
| | Firm's address ▶ | | | | Phone no. |