Form **8937**(December 2017)
Department of the Treasury

## Report of Organizational Actions Affecting Basis of Securities

See separate instructions.

OMB No. 1545-0123

Internal Revenue Service			See separate instructions.	
Part I Reporting	Issuer			
1 Issuer's name		2 Issuer's employer identification number (EIN)		
WELLTOWER INC.		341096634		
3 Name of contact for add	ditional information	4 Telephor	e No. of contact	5 Email address of contact
MICHAEL A. GARST			419-247-2800	TAX@WELLTOWER.COM
6 Number and street (or F	P.O. box if mail is not	7 City, town, or post office, state, and ZIP code of contact		
4500 DORR STREET		TOLEDO, OH 43615		
8 Date of action		9 Class	sification and description	
SEE BELOW		COMMO	N STOCK DIVIDENDS	
10 CUSIP number	11 Serial number(		12 Ticker symbol	13 Account number(s)
,		,		
95040Q104	N/A	-  -  -  -  -  -  -  -  -  -  -  -  -  -	WELL	N/A
				ee back of form for additional questions.
•		• •		ate against which shareholders' ownership is measured for
the action ► QUART	ERLY CASH DISTR	IBUTIONS T	O COMMON SHAREHOLDE	ERS DURING 2023
				rity in the hands of a U.S. taxpayer as an adjustment per SIS OF THE SECURITIES IN THE HANDS OF THE US
TAXPAYER(S) AS FOLLO		TE DISTRIBU	THOMS REDUCED THE BA	SIS OF THE SECORITIES IN THE HANDS OF THE US
THE TELLO				
PAYMENT DATE   RETUR	RN OF CAPITAL			
3/8/2023 0.1630				
5/23/2023 0.1630				
8/23/2023 0.1630				
11/22/2023 0.1630				
11/22/2023 0.1030				
	•			lation, such as the market values of securities and the
				JLATED UNDER IRC SECTIONS 312 (AS MODIFIED BY
			·	OMMON SHAREHOLDERS IN EXCESS OF EARNINGS
AND PROFITS REDUCE E	ACH SHAREHOLDE	R'S TAX BA	SIS IN ITS SHARES.	

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Part I		Organizational	Action (continuea	1)			
<b>17</b> Lis	st the	applicable Internal F	Revenue Code section	n(s) and subsection(s) upon	which the tax treatr	ment is based I	<b>-</b>
IRC SEC	CTION	N 301(c)					
IRC SEC	CTION	N 316					
<b>18</b> Ca	an ans	, resulting loss be re	oognized? National	DISTRIBUTION WILL NOT F	DECLII T IN A LOCG		
10 0	arrarry	y resulting loss be re	THE L	DISTRIBUTION WILL NOT I	RESULT IN A LUSS	). 	
			-				
						· · · · · · · · · · · · · · · · · · ·	LTOWER INC., A REAL ESTATE
				TERLY CASH DISTRIBUTI		MON SHAREH	OLDERS DURING ITS
<u>FISCAL</u>	YEAI	R COMMENCING J	<u>ANUARY 1, 2023 AN</u>	ID ENDING DECEMBER 31	, 2023.		
				amined this return, including acc of preparer (other than officer) is			s, and to the best of my knowledge and arer has any knowledge.
Sign		DocuSigne	•	,			, ,
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110.0	Signa	ature ►	<del>3C4404</del>		Dat	e ►	
	<b>.</b>		EL A CABCE		<b>-</b>		v
	Print	your name ► MICHA Print/Type preparer's		Preparer's signature	Title Da	e <mark>► SVP-TA</mark> ate	PTIN
Paid		, into type preparers	, name				Check if self-employed
Prepa		Eigento access					· · ·
Use C	nly	Firm's name					Firm's EIN ▶
Sand Ea	rm on	Firm's address >	nnanvina statements	to: Department of the Treas	sury Internal Payan	ua Santias Or	Phone no.
OCHU FO	,,,,,,og	or uncluding accom	npanying statements)	to. Department of the freas	oury, iriterriai neverii	ac cei vice, Ug	aon, or oten 1-0004