

HEALTH CARE REIT INC /DE/  
Form FWP  
October 03, 2013

**Issuer Free Writing Prospectus, dated October 2, 2013**

**Filed Pursuant to Rule 433**

**Relating to the Preliminary Prospectus Supplement**

**dated October 2, 2013 and**

**Registration Statement No. 333-181185**

**Health Care REIT, Inc.**

**Pricing Term Sheet**

|                                 |   |
|---------------------------------|---|
| Issuer:                         | Health Care REIT, Inc.  |
| Title of Securities:            | 4.500% Notes due 2024   |
| Principal Amount:               | \$400,000,000   |
| Maturity:                       | January 15, 2024  |
| Coupon:                         | 4.500% per year, accruing from October 7, 2013  |
| Price to Public:                | 98.958%, plus accrued interest, if any  |
| Yield to Maturity:              | 4.626%  |
| Benchmark Treasury:             | 2.500% due August 15, 2023  |
| Spread to Benchmark Treasury:   | + 200 basis points  |
| Benchmark Treasury Price/Yield: | 98-29 / 2.626%  |
| Interest Payment Dates:         | January 15 <sup>th</sup> and July 15 <sup>th</sup> , commencing July 15, 2014                         |
| Make-whole call:                | +30 basis points  |
| Joint Bookrunning Managers:     | Merrill Lynch, Pierce, Fenner & Smith Incorporated, J.P. Morgan Securities LLC and UBS Securities LLC |
| Trade Date:                     | October 2, 2013   |
| Settlement Date:                | T+3; October 7, 2013  |
| CUSIP / ISIN:                   | 42217K BC9 / US42217KBC99   |
| Anticipated Ratings*:           | Baa2 / BBB / BBB  |

**\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement**

**and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC's website at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting Merrill Lynch, Pierce, Fenner & Smith Incorporated, by phone (toll free): (800) 294-1322; J.P. Morgan Securities LLC, collect at 212-834-4533; or UBS Securities LLC, by phone (toll free): 877-827-6444, ext. 561 3884.**