



August 30, 2013

Ms. Susan M. Cosper
 Technical Director
 File Reference No. 2013-230
 Financial Accounting Standards Board
 401 Merritt 7
 P.O. Box 5116
 Norwalk, CT 06856-5116
director@fasb.org

Delivered electronically

Re: Proposed Accounting Standards Update – *Presentation of Financial Statements (Topic 205): Reporting Discontinued Operations*

Dear Ms. Cosper:

Health Care REIT, Inc. appreciates the opportunity to provide feedback on the Proposed Accounting Standards Update – *Presentation of Financial Statements (Topic 205): Reporting Discontinued Operations* hereafter referred to as the Proposed ASU. We are generally supportive of the objectives of the Proposed ASU which we deem to be a convergence to International Financial Reporting Standard (IFRS) through a framework for reporting of discontinued operations.

About Health Care REIT, Inc.

Health Care REIT, Inc. is a real estate investment trust (“REIT”) that has been at the forefront of seniors housing and health care real estate since the company was founded in 1970. We are an S&P 500 company headquartered in Toledo, Ohio. We are also a member of the National Association of Real Estate Investment Trusts[®] (NAREIT). Our portfolio spans the full spectrum of seniors housing and health care real estate, including seniors housing communities, skilled nursing/post-acute facilities, medical office buildings, inpatient and outpatient medical centers and life science facilities. Our capital programs, when combined with comprehensive planning, development and property management services, make us a single-source solution for acquiring, planning, developing, managing, repositioning and monetizing real estate assets. The following table summarizes our consolidated portfolio as of June 30, 2013:

Type of Property	Investments (in thousands)	Percentage of Investments	Number of Properties
Seniors housing triple-net	\$ 8,034,339	40.3%	570
Seniors housing operating ⁽¹⁾	7,752,694	38.8%	264
Medical facilities ⁽²⁾	4,177,083	20.9%	243
Totals	<u>\$ 19,964,116</u>	<u>100.0%</u>	<u>1,077</u>

(1) Excludes 93 properties with an investment amount of \$1,039,919,000 that relates to our share of investments in unconsolidated entities.

(2) Excludes 13 properties with an investment amount of \$369,959,000 that relates to our share of investments in unconsolidated entities.

Health Care REIT, Inc.'s Comments and Recommendations

In support of NAREIT's advocacy, we agree with the Board's proposal to redefine a discontinued operation and thus improve the presentation of financial statements for the reporting of discontinued operations. The following are our specific comments and recommendations on the Proposed ASU:

- Definition: We agree with the Board's proposed definition of a discontinued operation as the disposition of a component (or group of components) of an entity that represents a separate major line of business or a separate major geographical area of operation. In our opinion, the existing guidance requiring the disposal of a single investment property or a group of properties representing only a portion of a line of business as discontinued operations results in misleading information for financial statement users. The proposed definition will reduce financial reporting costs and complexities by eliminating the need to restate certain SEC filings for the reclassification of operations that do not meet the proposed definition of a discontinued operation. Additionally, we agree with the Board's decision to converge the reporting implications of its definition of a discontinued operation with the one set forth in IFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*.
- Equity Method Investments: We agree with the Board that applying the definition of a discontinued operation to equity method investments would provide meaningful information to financial statement users. However, we believe the Proposed ASU should clarify that the definition of a discontinued equity method investment would be consistent with the definition of a discontinued consolidated operation (i.e., the investment must represent a separate major line of business or a separate major geographical area of operation). Furthermore, we request the Board to develop specific disclosures for these disposals that would provide meaningful information focused on the single-line amounts reported on the balance sheet and income statement. Such disclosures should not require information regarding the financial statement elements of investees as we do not believe that would provide relevant information to financial statement users analyzing the impacts of equity method investment dispositions. We would support disclosures consistent with the proposed requirements of paragraphs 205-20-50-1 and 205-20-50-1A/a (i.e., all on an equity or net asset basis).
- Disclosures: We generally agree with the disclosure requirements in the Proposed ASU. However, we request the Board to limit the disclosures regarding dispositions of equity method investments as discussed above.
- Transition: We request that the Board permit retrospective application of the Proposed ASU. We believe this would provide the most meaningful information to financial statement users as it would provide comparable financial results for all periods presented. We also support the Board's conclusion to permit early adoption of the Proposed ASU.

Thank you for the opportunity to comment on the proposal. If you would like to discuss our comments, please contact Paul Nungester, Senior Vice President and Controller, at (419) 247-2800 or pnungester@hcreit.com.

Sincerely,

Health Care REIT, Inc.

/s/ SCOTT A. ESTES

Scott A. Estes

Executive Vice President and Chief Financial Officer

/s/ PAUL D. NUNGESTER, JR.

Paul D. Nungester, Jr.

Senior Vice President and Controller