



Welltower Inc.

Ticker : WELL

Country of Operation : USA

Meeting Date : 5/23/2023

Meeting Type : Annual

Item #	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	Vote Rationale
1	Advisory Vote to Ratify Named Executive Officers' Compensation	Management	For	Against	Pay and performance misalignment for the period in review. Specifically, despite all financial metrics in the annual incentive plan performing below target, the committee granted an above-target payout due to the qualitative individual assessment portion of the award. While disclosures of metrics have improved YoY, the company also awarded a special equity grant for the second consecutive year, which raises concerns about the additional pay opportunities for NEOs.