



**WELLTOWER INC.
RULES OF ORDER
ANNUAL MEETING OF SHAREHOLDERS
May 22, 2025**

Welcome to the 2025 Annual Meeting of Shareholders (“Annual Meeting”) of Welltower Inc. (the “Company”). To provide a consistent and accessible experience for all shareholders regardless of location and reduce the environmental impact of the Annual Meeting, the Annual Meeting will be held as a virtual-only meeting through the website www.virtualshareholdermeeting.com/WELL2025 (the “Meeting Website”). In fairness to all participating shareholders, and in the interest of an orderly meeting, we have established the following rules, which will also apply at any reconvened meeting:

1. The chair of the Annual Meeting (the “Chair”) presides over the Annual Meeting and makes any and all determinations with respect to the Annual Meeting’s conduct, including the administration and interpretation of these Rules of Order.
2. The business of the meeting will be addressed as set forth on the Agenda posted on the Meeting Website.
3. The only business matters to be conducted at the Annual Meeting are the matters set forth in the Notice of Annual Meeting and proxy statement dated April 11, 2025.
4. To submit questions in advance of the Annual Meeting, shareholders must visit www.proxyvote.com before 11:59 p.m. Eastern Time on May 21, 2025.
5. To attend, vote, and submit questions during the Annual Meeting, shareholders (and their representatives) must visit www.virtualshareholdermeeting.com/WELL2025 and enter the unique 16-digit control number, which may be found on the proxy card, voting instruction form or Notice of Internet Availability of Proxy Materials, as applicable, provided with Welltower’s previously distributed proxy materials.
6. Answers to questions asked prior to and during the Annual Meeting will be posted to the Meeting Website under “Meeting Materials” following the Annual Meeting. Questions from multiple shareholders on the same topic or that are otherwise related may be grouped, summarized and answered together.
7. The views and comments of all shareholders are appreciated. However, the purpose of the Annual Meeting will be observed, and the Chair or Chief Legal Counsel General Counsel and Corporate Secretary (“Secretary”) will not permit any discussions that are:
 - Related to pending or threatened litigation;
 - Related to material non-public information of the Company;
 - Irrelevant to the Company’s business or related to general economic, political or other issues that are tangential to the conduct of the Company’s operations;



- Derogatory;
 - Substantially repetitious of statements made by other shareholders;
 - Related to personal grievances or in furtherance of a shareholder's personal or business interests; or
 - Out of order, inappropriate, inconsistent with these Rules, or not otherwise suitable for the Annual Meeting as determined by our Chief Legal Officer and General Counsel.
8. Nominations of candidates for election to the Board will not be accepted unless the shareholder has previously notified the Chief Legal Officer and General Counsel in writing of the intent to make the nomination (following all procedures set forth in the Company's By-laws), and the person nominated has given written consent to such nomination and agreed to serve if elected. Additionally, the Chair will not discuss proposals that were not previously submitted properly under SEC Rule 14a-8 or in accordance with the Company's advance notice provisions in the Company's By-laws.
9. Taking any photographs or screenshots or recording audio or video of the Annual Meeting is strictly prohibited.
10. In the event technical issues delay or disrupt the Company's ability to convene the meeting for longer than thirty minutes, the Chair will convene the meeting at 4500 Dorr Street, Toledo, Ohio 43615 for the sole purpose of adjourning the meeting to reconvene at a later time, unless otherwise stated at the Annual Meeting or displayed on the Annual Meeting website. In such an event, the Company will make an announcement on its investor relations website at <https://welltower.com/investors> under the heading "Proxy Information" regarding a date and time for reconvening the Annual Meeting. In the event of a technical malfunction or other significant problem that disrupts the Annual Meeting, the Chair may adjourn, recess or expedite the Annual Meeting, or take such other action as the Chair determines is appropriate in light of the circumstances.

The meeting is scheduled for Thursday, May 22, 2025, at 9:30 A.M. Eastern Time. Online access to the audio webcast will open 15 minutes prior to the start of the Annual Meeting. We have provided a toll-free technical support "help line" that can be accessed by any shareholder who is having challenges logging into or participating in the Annual Meeting. If you encounter any difficulties accessing the virtual meeting during the check-in or meeting time, please call the technical support line number that will be posted on the Annual Meeting login page.

Thank you for your cooperation and for joining the Company at the 2025 Annual Meeting.