HCP, INC.
Form 3
January 21, 2016

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0104
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Â Stasinos John D.
(Last) (First) (Middle)

1920 MAIN STREET,Â SUITE 1200
(Street)

IRVINE,Â CAÂ 92614
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/11/2016

3. Issuer Name **and** Ticker or Trading Symbol
HCP, INC. [HCP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Executive Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	17,202 (1)	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option	Â (2)	01/26/2017	Common Stock	2,745	$ 39.72	D	Â
Employee Stock Option	Â (3)	01/30/2019	Common Stock	3,713	$ 23.34	D	Â
Employee Stock Option	Â (4)	01/29/2020	Common Stock	4,596	$ 28.35	D	Â
Employee Stock Option	Â (5)	01/27/2021	Common Stock	4,440	$ 36.96	D	Â
Employee Stock Option	Â (6)	01/30/2022	Common Stock	4,852	$ 41.64	D	Â
Employee Stock Option	Â (7)	01/28/2023	Common Stock	5,476	$ 46.92	D	Â
Employee Stock Option	Â (8)	02/03/2024	Common Stock	9,522	$ 38.83	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stasinos John D. 1920 MAIN STREET SUITE 1200 IRVINE,Â CAÂ 92614	Â	Â	Â Executive Vice President	Â

Signatures

Scott A. Graziano, VP, Legal (Attorney-In-Fact)	01/21/2016
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes 12,550 restricted stock unit awards that remain subject to vesting based on continued service pursuant to the applicable award agreements.

(2) Stock options vested one-fifth (1/5) annually commencing on the first anniversary of the January 26, 2007 grant date.

(3) Stock options vested one-fifth (1/5) annually commencing on the first anniversary of the January 30, 2009 grant date.

(4) Stock options vested one-fifth (1/5) annually commencing on the first anniversary of the January 29, 2010 grant date.

(5) Stock options vested one-fourth (1/4) annually commencing on the first anniversary of the January 27, 2011 grant date.

(6) Stock options vest one-fourth (1/4) annually commencing on the first anniversary of the January 30, 2012 grant date.

(7) Stock options vest one-fourth (1/4) annually commencing on the first anniversary of the January 28, 2013 grant date.

(8) Stock options vest one-third (1/3) annually commencing on the first anniversary of the February 3, 2014 grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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