



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

DIVISION OF  
CORPORATION FINANCE

Mailstop 3233

October 28, 2016

Via E-mail

Mr. Thomas M. Herzog  
Executive Vice President and Chief Financial Officer  
HCP, Inc.  
1920 Main Street, Suite 1200  
Irvine, California 92614

**Re: HCP, Inc.**  
**Form 10-K for the fiscal year ended December 31, 2015**  
**Filed February 9, 2016**  
**File No. 001-08895**

Dear Mr. Herzog:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

/s/ Robert F. Telewicz, Jr.

Robert F. Telewicz, Jr.  
Branch Chief  
Office of Real Estate and  
Commodities