

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
HEALTHCARE TRUST OF AMERICA, INC.		20-4738467	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
ROBERT A. MILLIGAN	480-998-3478	robertmilligan@htareit.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
16435 N SCOTTSDALE ROAD, SUITE 320		SCOTTSDALE, AZ 85254	
8 Date of action		9 Classification and description	
DECEMBER 15, 2014		1 FOR 2 COMMON STOCK SPLIT	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
42225P105		HTA	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ EFFECTIVE AS OF THE END OF THE TRADING DAY ON DECEMBER 15, 2014, HEALTHCARE TRUST OF AMERICA, INC. ("COMPANY") COMPLETED A 1-FOR-2 STOCK SPLIT OF ITS ISSUED AND OUTSTANDING SHARES OF COMMON STOCK. CASH WAS PAID IN LIEU OF FRACTIONAL SHARES BASED UPON THE AVERAGE CLOSING PRICE OF THE COMPANY'S COMMON STOCK ON THE NEW YORK STOCK EXCHANGE FOR THE THREE CONSECUTIVE TRADING DAYS ENDING ON DECEMBER 15, 2014.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ SEE ATTACHMENT

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ THE ADJUSTED BASIS MUST BE ALLOCATED TO THE NEW SHARES (OR ALLOCABLE PORTIONS THEREOF) RECEIVED IN A MANNER THAT REFLECTS, TO THE GREATEST EXTENT POSSIBLE, THE BASIS IN THE OLD SHARES THAT WERE ACQUIRED ON THE SAME DATE AND AT THE SAME PRICE. TO THE EXTENT IT IS NOT POSSIBLE TO ALLOCATE THE AGGREGATE BASIS IN THIS MANNER, THE AGGREGATE BASIS OF THE OLD SHARES SURRENDERED MUST BE ALLOCATED TO THE NEW SHARES (OR ALLOCABLE PORTIONS THEREOF) RECEIVED IN A MANNER THAT MINIMIZES THE DISPARITY IN THE HOLDING PERIODS OF THE OLD SHARES WHOSE BASIS IS ALLOCATED TO ANY PARTICULAR NEW SHARE RECEIVED. THIS MAY CAUSE A NEW SHARE TO HAVE A SPLIT BASIS AND SPLIT HOLDING PERIOD (SEE ATTACHMENT).

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ IRC SECTIONS 301(c), 302, 356, 358 AND 368(a)

18 Can any resulting loss be recognized? ▶ NO LOSS CAN BE RECOGNIZED UPON THE STOCK SPLIT OF HEALTHCARE TRUST OF AMERICA, INC. COMMON STOCK. IF A TAXABLE LOSS IS CALCULATED ON THE DEEMED SALE OF THE FRACTIONAL SHARES OF HEALTHCARE TRUST OF AMERICA, INC. COMMON STOCK DEEMED TO HAVE BEEN RECEIVED IN THE EXCHANGE, THIS LOSS CAN BE RECOGNIZED TO THE EXTENT SECTION 302(b)(3) APPLIES TO A PARTICULAR SHAREHOLDER.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE ADJUSTMENT TO BASIS WOULD BE TAKEN INTO ACCOUNT IN THE TAX YEAR OF THE SHAREHOLDERS DURING WHICH THE STOCK SPLIT WAS EFFECTIVE (e.g. 2014 FOR CALENDAR YEAR TAXPAYERS).

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ [Handwritten Signature] Date ▶ 1/8/15

Print your name ▶ ROBERT A. MILLIGAN Title ▶ CHIEF FINANCIAL OFFICER

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<u>SUSAN STEELE</u>	<u>[Handwritten Signature]</u>	<u>1-6-15</u>		<u>P00852555</u>
	Firm's name ▶ <u>DELOITTE TAX LLP</u>	Firm's address ▶ <u>655 WEST BROADWAY, SUITE 700 SAN DIEGO, CA 92101-8590</u>		Firm's EIN ▶ <u>86-1065772</u>	Phone no <u>619-232-6500</u>

Healthcare Trust of America, Inc.
20-4738467
Attachment to Form 8937
REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

Form 8937 Part II, Box 15:

The stock split of Healthcare Trust of America, Inc. qualifies as a tax-free reorganization within the meaning of Section 368(a) of the Internal Revenue Code, as amended. As a result, and with the exception of the fractional shares redeemed for cash discussed below, no gain or loss is expected to be recognized by the Healthcare Trust of America, Inc. shareholders on the exchange of their old Healthcare Trust of America, Inc. common shares ("old shares") for new Healthcare Trust of America, Inc. common shares ("new shares").

In general, the Healthcare Trust of America Inc. shareholders' aggregate basis in the new Healthcare Trust of America, Inc. common shares received in the stock split, which for this purpose includes both the actual shares received as well as the fractional shares that are deemed received, is equal to the aggregate basis of the old Healthcare Trust of America, Inc. shares surrendered in the stock split (the "Adjusted Basis"). In calculating the Adjusted Basis, the Healthcare Trust of America, Inc. shareholders would include reductions for the quarterly distributions received during 2014 that would constitute a return of basis under Section 301(c)(2) of the Internal Revenue Code, as amended. As of the time of this filing, the portion of the 2014 quarterly distributions received by the Healthcare Trust of America, Inc. shareholders that will be treated as a return of basis is not yet known. Consequently, the Healthcare Trust of America, Inc. shareholders must treat the entire amount of their 2014 quarterly distributions as having no effect on Adjusted Basis until a time in which a subsequent Form 8937 is filed to report the amount of the 2014 quarterly distributions that would constitute a return of basis. If such Form 8937 is subsequently filed, the Healthcare Trust of America, Inc. shareholders must then revise their calculation of Adjusted Basis as used throughout this filing.

A holder that received cash in lieu of a fractional share of Healthcare Trust of America, Inc. common stock will be treated as having received such fractional share and then having received such cash in redemption of the fractional share. Such gain or loss will be recognized based on the difference between the amount of the cash received and the portion of the holder's Adjusted Basis of the shares of Healthcare Trust of America, Inc. exchanged pursuant to the stock split which is allocable to such fractional share. Such capital gain or loss will normally be long-term capital gain or loss if the holding period for such share of Healthcare Trust of America, Inc. common stock was greater than one year as of the date of the stock split.

HEALTHCARE TRUST OF AMERICA, INC. TAX BASIS REPORTING UNDER INTERNAL REVENUE CODE SECTION 6045B

Effective January 1, 2011, issuers of corporate stock must begin reporting corporate actions that affect stock basis, including but not limited to mergers, stock splits, stock dividends, recapitalizations and common stock distributions paid in excess of cumulative earnings and profits. The following information is intended to meet the requirements of public disclosure pursuant to Treasury Regulation § 1.6045B-1(a)(3) and (b)(4) for Healthcare Trust of America, Inc.

Form 8937 (December 2011) Department of the Treasury Internal Revenue Service	Report of Organizational Actions Affecting Basis of Securities See separate instructions.	OMB No. 1545-2224
---	---	-------------------

Part I Reporting Issuer

1 Issuer's name HEALTHCARE TRUST OF AMERICA, INC.		2 Issuer's employer identification number (EIN) 20-4738467	
3 Name of contact for additional information ROBERT A. MILLIGAN	4 Telephone No. of contact 480-998-3478	5 Email address of contact robertmilligan@htareit.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 16435 N SCOTTSDALE ROAD, SUITE 320		7 City, town, or post office, state, and Zip code of contact SCOTTSDALE, AZ 85254	
8 Date of action 1/16/2015		9 Classification and description COMMON STOCK - HEALTHCARE TRUST OF AMERICA, INC.	
10 CUSIP number 42225P501	11 Serial number(s)	12 Ticker symbol HTA	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► HEALTHCARE TRUST OF AMERICA, INC. PAID CASH DISTRIBUTIONS ON COMMON STOCK IN 2014.
DISTRIBUTION DATES WERE AS FOLLOWS:

DECLARATION DATES: FEBRUARY 18, 2014; APRIL 29, 2014; JULY 29, 2014; OCTOBER 28, 2014
RECORD DATES: MARCH 27, 2014; JUNE 27, 2014; SEPTEMBER 26, 2014; DECEMBER 29, 2014
PAYMENT DATES: APRIL 3, 2014; JULY 3, 2014; OCTOBER 3, 2014; JANUARY 6, 2015

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► HEALTHCARE TRUST OF AMERICA, INC. HAS MADE CASH DISTRIBUTIONS IN EXCESS OF EARNINGS AND PROFITS THAT ARE 40.6926% NON-TAXABLE (RETURN OF CAPITAL) AND 59.3074% TAXABLE. THE NON-TAXABLE RETURN OF CAPITAL REDUCES THE TAX BASIS OF THE COMMON STOCK ON A PER SHARE BASIS.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► HEALTHCARE TRUST OF AMERICA, INC. DETERMINES ITS ANNUAL EARNINGS AND PROFITS UNDER IRC SECTION 312 (AS MODIFIED BY IRC SECTION 857(d) FOR A REAL ESTATE INVESTMENT TRUST) AND THE REGULATIONS THEREUNDER. THE EARNINGS AND PROFITS DETERMINATION SUPPORTS THE CALCULATION OF THE RETURN OF CAPITAL AND TAXABLE PORTIONS OF THE CASH DISTRIBUTIONS ON COMMON STOCK PAID ON THE DATES LISTED ABOVE.

Part II Organizational Action (continued)

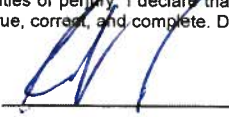
17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ IRC SECTION 301(c) (2)
PROVIDES THAT THE PORTION OF THE DISTRIBUTION WHICH IS NOT A DIVIDEND SHALL BE APPLIED AGAINST AND REDUCE
THE ADJUSTED BASIS OF THE STOCK.

18 Can any resulting loss be recognized? ▶ NO TAX LOSS IS RECOGNIZED BY SHAREHOLDERS OF HEALTHCARE TRUST OF
AMERICA, INC. AS A RESULT OF THE RECEIPT OF THE 2014 CASH DISTRIBUTIONS ON COMMON STOCK AS DESCRIBED ABOVE.

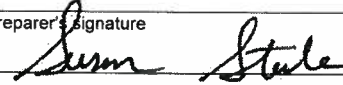
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
HEALTHCARE TRUST OF AMERICA, INC. SHAREHOLDERS WILL RECEIVE 2014 FEDERAL FORMS 1099-DIV WHICH WILL DETAIL THE
TAXABILITY OF THE 2014 CASH DISTRIBUTIONS DESCRIBED ABOVE WITH RESPECT TO THEIR COMMON STOCK HOLDINGS.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 2/4/15

Print your name ▶ ROBERT A. MILLIGAN Title ▶ CHIEF FINANCIAL OFFICER

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<u>SUSAN STEELE</u>		<u>2/3/15</u>		<u>P00852555</u>
	Firm's name ▶ <u>DELOITTE TAX LLP</u>	Firm's EIN ▶ <u>86-1065772</u>			
	Firm's address ▶ <u>655 WEST BROADWAY, SUITE 700 SAN DIEGO, CA 92101-8590</u>	Phone no. <u>619-232-6500</u>			