

HEALTHCARE TRUST OF AMERICA, INC.
Form DEFA14A
April 30, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 14A
(RULE 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

HEALTHCARE TRUST OF AMERICA, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Annual Meeting and Stockholder Vote – URGENT!

Dear Stockholders,

This has been an exciting year for Healthcare Trust of America. Over the last 12 months, we listed our shares on the New York Stock Exchange and provided liquidity for half of your shares in the company owned prior to the listing, well in advance of our original target date. We now ask that you vote in our upcoming 2013 Annual Meeting.

HTA Performance Update

For our initial stockholders who invested on January 1, 2007, we have generated total returns of over 85% through April 1, 2013, a return of 10.4%¹ on an annualized basis. This significantly beats the total returns of the MSCI US REIT Index (RMS) and the S&P 500 over the same period. Additionally, 50% of your shares owned prior to the listing are eligible to trade on the NYSE. The remaining shares are scheduled to achieve liquidity on June 6 and December 6 of 2013.

Your Vote is Important

You are receiving this letter because you are an investor in HTA and your vote at our 2013 Annual Meeting is important. Since listing our shares on the NYSE, HTA's investor base now also includes Wall Street investors. However, stockholders who invested in us prior to the listing still own more than half of our company! Please help us finish the course that we started over 6 years ago and vote.

Multiple Ways to Vote

In the next few weeks, you will receive a proxy ballot as part of our 2013 Annual Meeting. The process is very straight forward and should take less than 5 minutes of your time to complete. You will receive information and a ballot in the mail. Please review the materials carefully. We ask that you vote on all matters in one of four ways:

- i. Online: Vote at www.eproxyvote.com/hta and follow the online instructions. The control number will be found on the investor proxy card
 - ii. Phone: Call toll free at (866) 977-7699
 - iii. Mail: Complete, sign and mail back the paper proxy card that will be sent to stockholders
 - iv. Fax: Complete, sign, and fax the proxy card to (781) 633-4036
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Voting Matters

This year, there are two items on the ballot. The first item is the re-election of our existing directors. These directors have helped guide HTA since its founding and are on the ballot for another one year term. The second item is the re-election of our auditor, Deloitte & Touche, LLP. We ask that you review the proxy materials carefully and vote accordingly.

We appreciate your patience as we work through the listing process and for your continued support.

Sincerely,

/s/ Scott D. Peters

Scott D. Peters

Chairman, Chief Executive Officer, and President

¹ As of 4/1/2013, assumes all dividends received were reinvested in HTA stock through the Dividend Reinvestment Program, when available

We have filed with the Securities and Exchange Commission a proxy statement and other relevant materials relating to our Annual Meeting. Our stockholders are urged to read these materials because they contain important information. Stockholders may obtain free copies of these materials and other documents filed with the Securities and Exchange Commission at www.sec.gov. Healthcare Trust of America, Inc. and its officers and directors may be deemed to be participants in the solicitation of proxies from stockholders with respect to the matters to be presented at the Annual Meeting. Stockholders may obtain detailed information regarding the direct and indirect interests of Healthcare Trust of America, Inc. and its respective executive officers and directors in the matters to be presented at the Annual Meeting by reading the proxy statement.