

HEALTHCARE TRUST OF AMERICA, INC.  
Form 8-K  
July 09, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 9, 2014 (July 9, 2014)

HEALTHCARE TRUST OF AMERICA, INC.

(Exact name of registrant as specified in its charter)

|   |                             |   |
|---|-----------------------------|---|
| Maryland  | 001-35568                   | 20-4738467                              |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

16435 N. Scottsdale Road, Suite 320  
Scottsdale, Arizona  
(Address of principal executive  
offices)

85254  
(Zip Code)

(480) 998-3478

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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## Item 5.07 Submission of Matters to a Vote of Security Holders.

On July 9, 2014, Healthcare Trust of America, Inc. (the "Company") held its annual meeting of stockholders (the "Annual Meeting") for the purpose of acting on the following three proposals properly brought before the meeting:

- (1) the election of the following individuals to the Company's board of directors: Scott D. Peters, W. Bradley Blair, II, Maurice J. DeWald, Warren D. Fix, Larry L. Mathis, Steve W. Patterson and Gary T. Wescombe;
- (2) the approval, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the proxy statement; and
- (3) the ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014.

## Election of Directors

At the Annual Meeting, our stockholders elected all the director nominees identified above to serve until the Annual Meeting in 2015 and until their successors are duly elected and qualified. Set forth below are the final voting tallies from the Annual Meeting relating to such election of director nominees:

| Nominee              | Votes For   | Votes Against | Abstentions | Broker Non-Votes | % of Votes For* |
|----------------------|-------------|---------------|-------------|------------------|-----------------|
| Scott D. Peters      | 137,663,637 | 342,966       | 2,957,462   | 74,779,271       | 100%            |
| W. Bradley Blair, II | 139,271,538 | 685,695       | 1,006,832   | 74,779,271       | 100%            |
| Maurice J. DeWald    | 139,385,249 | 712,333       | 866,483     | 74,779,271       | 99%             |
| Warren D. Fix        | 133,961,996 | 5,055,247     | 1,946,822   | 74,779,271       | 96%             |
| Larry L. Mathis      | 139,548,002 | 410,326       | 1,005,737   | 74,779,271       | 100%            |
| Steve W. Patterson   | 139,718,261 | 353,909       | 891,895     | 74,779,271       | 100%            |
| Gary T. Wescombe     | 139,432,958 | 667,974       | 863,133     | 74,779,271       | 100%            |

\* Note that % of "Votes For" excludes abstentions and broker non-votes, consistent with the Company's charter.

## Advisory Vote to Approve Executive Compensation

At the Annual Meeting, our stockholders approved the compensation of our named executive officers. Set forth below are the final voting tallies from the Annual Meeting relating to such approval of the compensation of our named executive officers:

| Votes For   | Votes Against | Abstentions | Broker Non-Votes | % of Votes For* |
|-------------|---------------|-------------|------------------|-----------------|
| 120,576,721 | 19,204,137    | 1,183,207   | 74,779,271       | 86%             |

\* Note that % of "Votes For" excludes abstentions and broker non-votes, consistent with the Company's charter.

## Ratification of Auditors

At the Annual Meeting, our stockholders ratified the appointment of Deloitte & Touch LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2014. Set forth below are the final voting tallies from the Annual Meeting relating to such auditor ratification:

| Votes For   | Votes Against | Abstentions | Broker Non-Votes | % of Votes For* |
|-------------|---------------|-------------|------------------|-----------------|
| 213,618,658 | 1,141,710     | 982,968     | —                | 99%             |

\* Note that % of "Votes For" excludes abstentions and broker non-votes, consistent with the Company's charter.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 9, 2014

Healthcare Trust of America, Inc.

By: /s/ Scott D. Peters

Name: Scott D. Peters

Title: Chief Executive Officer, President and Chairman