



NYSE: HTA

**ANNUAL MEETING OF STOCKHOLDERS
OF HEALTHCARE TRUST OF AMERICA, INC.**

CODE OF CONDUCT AND PROCEDURE

In fairness to all stockholders in attendance and in the interest of an orderly Annual Meeting, we ask that you honor the following code of conduct and procedure:

1. The Annual Meeting will follow the Agenda located in the resources section of the virtual meeting website.
2. You need not vote at the Annual Meeting if you have already submitted a proxy. However, if you wish to revoke your proxy and vote in person or if you have not voted, you will be given the opportunity to vote online through the meeting tool before the polls close at the meeting. Only holders of record of common stock as of the close of business on April 15, 2020, the record date for the meeting, are entitled to vote or submit questions.
3. If a stockholder has a question about one of the matters in the Agenda to be voted on by the stockholders at the Annual Meeting, such question may be submitted in the field provided in the web portal at or before the time the matters are before the Annual Meeting for consideration. We will answer questions on any matters in the Agenda to be voted on by the stockholders at the Annual Meeting before the voting is closed.
4. Following adjournment of the formal business of the Annual Meeting, the Company's management will give a presentation about the Company's business. At the conclusion of this presentation, the Company will address appropriate general questions from stockholders regarding the Company. Such questions may be submitted in the field provided in the web portal during the Annual Meeting. Questions from multiple stockholders on the same topic or that are otherwise related may be grouped, summarized and answered together.
5. Stockholder questions are welcome, but conducting the business set out in the Agenda for the benefit of all stockholders will be paramount. The Company does not intend to address any questions that are, among other things:
 - a. irrelevant to the business of the Company or to the business of the Annual Meeting;
 - b. related to material non-public information of the Company;
 - c. related to personal grievances;
 - d. derogatory references to individuals or that are otherwise in bad taste;

- e. repetitious statements already made by another stockholder;
 - f. in furtherance of the stockholder's personal or business interests; or
 - g. out of order or not otherwise suitable for the conduct of the Annual Meeting as determined by the Chair or Corporate Secretary in their reasonable judgment.
6. Recording of the Annual Meeting is prohibited. A webcast playback will be available at www.virtualshareholdermeeting.com/HTA2020 24 hours after the completion of the meeting.
7. The Chairman has the authority to preside over the meeting and is authorized to make any and all determinations with respect to the proper conduct of the meeting and procedures to be followed during the meeting.

Thank you for your cooperation and for joining the Company at the Annual Meeting.