

Houghton Amanda
 Form 4
 January 03, 2019

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Houghton Amanda

2. Issuer Name and Ticker or Trading Symbol
 HEALTHCARE TRUST OF AMERICA, INC. [HTA]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 EVP - Asset Management

(Last) (First) (Middle)
 C/O HEALTHCARE TRUST OF AMERICA, INC., 16435 N. SCOTTSDALE ROAD, SUITE 320
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/02/2019

SCOTTSDALE, AZ 85254
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/02/2019		A	V	34,759 (1)	\$ 25.31	130,082 D
Common Stock	01/02/2019		F		5,754 (2)	\$ 25.31	124,328 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Houghton Amanda C/O HEALTHCARE TRUST OF AMERICA, INC. 16435 N. SCOTTSDALE ROAD, SUITE 320 SCOTTSDALE, AZ 85254			EVP - Asset Management	

Signatures

/s/ Amanda Houghton by Robert A. Milligan, as attorney-in-fact, for Amanda Houghton 01/03/2019

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents the grant of restricted shares of the issuer's common stock, such grant to vest in three installments with 11,587 shares vesting on January 2, 2020 and 11,586 vesting on each of January 2, 2021 and January 2, 2022.
- (2) This transaction represents shares withheld by the issuer to satisfy its minimum tax withholding obligation in connection with the vesting of restricted shares previously granted to the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. NT SIZE="1"> 11,215,596 10.28%

American Beacon Small Cap Value

13,699,725 13,699,725 5.29%

Vanguard Target Retirement Income

5,531,329 5,531,329 3.64%

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Vanguard Target Retirement 2005

7,056,661	7,056,661	6.93%
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Vanguard Target Retirement 2015

50,484,452	50,484,452	6.98%
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Vanguard Target Retirement 2025

18,053,441	18,053,441	9.75%
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Vanguard Target Retirement 2035

27,730,864	27,730,864	5.11%
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Vanguard Target Retirement 2045

9,407,644	9,407,644	8.62%
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JPMorgan S&P 500 Index

139,647,844	139,647,844	11.04%
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JPMorgan Core Bond

66,002,400	66,002,400	10.20%
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SSgA Russell 2000-A Index

29,479,093	29,479,093	9.16%	241,078,465	297,278,461	235,129,337	773,486,263
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JPMorgan Stable Value

154,903,737	154,903,737
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Adjustments from fair value to contract value

9,702,374	9,702,374	164,606,111	164,606,111	8.11%
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Net assets of Master Trust

\$241,078,465	\$297,278,461	\$235,129,337	\$164,606,111	\$938,092,374	10.89%
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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

3. Investments (continued)

Investment income for the Master Trust is as follows:

	Year Ended December 31, 2010
Net appreciation in fair value of investments	
The Timken Company Common Stock Fund	\$ 212,383,745
Registered investment companies	33,116,620
Common collective funds	34,413,623
	279,913,988
Net appreciation in investment contracts	1,871,657
Interest and dividends	10,836,406
Total Master Trust	\$ 292,622,051

4. Fair Value

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). The FASB provides accounting rules that classify the inputs used to measure fair value into the following hierarchy:

Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 Unadjusted quoted prices in active markets for similar assets or liabilities, or unadjusted quoted prices for identical or similar assets or liabilities in markets that are not active, or inputs other than quoted prices that are observable for the asset or liability.

Level 3 Unobservable inputs for the asset or liability.

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

4. Fair Value (continued)

The following tables present the fair value hierarchy for those investments of the Master Trust measured at fair value on a recurring basis as of December 31, 2010 and 2009:

	Assets at Fair Value as of December 31, 2010			
	Total	Level 1	Level 2	Level 3
Assets				
The Timken Company Common Stock Fund	\$ 359,007,594	\$	\$ 359,007,594	\$
Registered Investment Companies:				
Morgan Stanley Small Company Growth	15,390,870	15,390,870		
American Funds EuroPacific Growth	87,015,017	87,015,017		
American Funds Growth Fund of America	72,503,692	72,503,692		
American Funds Washington Mutual	13,842,649	13,842,649		
American Beacon Small Cap Value	20,557,770	20,557,770		
Vanguard Target Retirement Income	8,276,245	8,276,245		
Vanguard Target Retirement 2005	8,449,741	8,449,741		
Vanguard Target Retirement 2015	59,391,774	59,391,774		
Vanguard Target Retirement 2025	26,852,983	26,852,983		
Vanguard Target Retirement 2035	28,901,726	28,901,726		
Vanguard Target Retirement 2045	11,017,836	11,017,836		
Common Collective Funds:				
JPMorgan S&P 500 Index	155,476,744		155,476,744	
JPMorgan Core Bond	90,402,233		90,402,233	
SSgA Russell 2000-A Index	43,163,523		43,163,523	
Investment Contracts:				
JPMorgan Stable Value	172,580,987			172,580,987
Total assets	\$ 1,172,831,384	\$ 352,200,303	\$ 648,050,094	\$ 172,580,987

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

4. Fair Value (continued)

Assets	Assets at Fair Value as of December 31, 2009			
	Total	Level 1	Level 2	Level 3
The Timken Company Common Stock Fund	\$ 241,078,465	\$	\$ 241,078,465	\$
Registered Investment Companies:				
Morgan Stanley Small Company Growth	12,243,603	12,243,603		
American Funds EuroPacific Growth	74,317,577	74,317,577		
American Funds Growth Fund of America	67,537,569	67,537,569		
American Funds Washington Mutual	11,215,596	11,215,596		
American Beacon Small Cap Value	13,699,725	13,699,725		
Vanguard Target Retirement Income	5,531,329	5,531,329		
Vanguard Target Retirement 2005	7,056,661	7,056,661		
Vanguard Target Retirement 2015	50,484,452	50,484,452		
Vanguard Target Retirement 2025	18,053,441	18,053,441		
Vanguard Target Retirement 2035	27,730,864	27,730,864		
Vanguard Target Retirement 2045	9,407,644	9,407,644		
Common Collective Funds:				
JPMorgan S&P 500 Index	139,647,844		139,647,844	
JPMorgan Core Bond	66,002,400		66,002,400	
SSgA Russell 2000-A Index	29,479,093		29,479,093	
Investment Contracts:				
JPMorgan Stable Value	154,903,737			154,903,737
Total assets	\$ 928,390,000	\$ 297,278,461	\$ 476,207,802	\$ 154,903,737

The Timken Company Stock Fund participates in units and is valued based on the closing price of Timken common shares traded on a national securities exchange. Registered investment companies are valued based on quoted market prices reported on the active market on which the individual securities are traded.

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

4. Fair Value (continued)

The JPMorgan S&P 500 Index fund includes investments that provide exposure to a broad equity market and is designed to mirror the aggregate price and dividend performance of the S&P 500 Index. The fair values of the investments in this category have been determined using the net asset value per share.

The JPMorgan Core Bond fund includes investments that seek to maximize total return by investing primarily in a diversified portfolio of intermediate- and long-term debt securities. The fair value of the investments in this category has been determined using the net asset value per share.

The SSgA Russell 2000-A Index fund includes investments seeking an investment return that approximates as closely as practicable, before expenses, the performance of the Russell 2000 Index over the long term. The Fund includes exposure to stocks of small U.S. companies. The fair value of the investments in this category has been determined using the net asset value per share.

Investment contracts include a common collective trust fund that is designed to deliver safety and stability by preserving principal and accumulating earnings. This fund is primarily invested in guaranteed investment contracts and synthetic investment contracts. See Note 6 Investment Contracts for further discussion on investment contracts.

The following tables present the fair value hierarchy for those investments of the Master Trust measured at fair value on a recurring basis as of December 31, 2010:

Investment contracts at fair value:	
Balance, beginning of year	\$ 154,903,737
Unrealized gains	17,677,250
Balance, end of year	\$ 172,580,987

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

5. Non-Participant-Directed Investments

Information about the net assets and the significant components of changes in net assets related to non-participant-directed investments is as follows:

	December 31,	
	2010	2009
Investments, at fair value:		
Interest in Master Trust related to The Timken Company Common Stock Fund	\$ 62,123,589	\$ 39,516,903
Receivables:		
Contributions receivable	259,636	129,723
	\$ 62,383,225	\$ 39,646,626

	Year Ended December 31, 2010
Change in net assets:	
Net appreciation in fair value of investments	\$ 35,647,868
Dividends	783,303
Contributions	3,712,632
Benefits paid directly to participants	(3,476,679)
Expenses	(43,543)
Transfers to participant-directed accounts	(13,886,982)
	\$ 22,736,599

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

6. Investment Contracts

The Master Trust invests in guaranteed investment contracts (GICs), or a Stable Value Fund, that credit a stated interest rate for a specified period of time. The Stable Value Fund provides principal preservation plus accrued interest through fully benefit-responsive wrap contracts issued by a third party which back the underlying assets owned by the Master Trust. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal at a specified interest rate that is guaranteed to the Plan.

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the fully benefit-responsive investment contracts. Contract value represents contributions made under the contracts, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The Plan's wrapper contracts permit all allowable participant-initiated transactions to occur at contract value. There are no events known to the Plan that are probable of occurring and which would limit its ability to transact at contract value with the issuer of the wrapper contract, which also limit the ability of the Plan to transact at contract value with participants. The wrapper contracts cannot be terminated by its issuer at a value other than contract value or prior to the scheduled maturity date, except under a limited number of very specific circumstances including termination of the Plan or failure to qualify, material misrepresentations by the Plan sponsor or investment manager, failure by these same parties to meet material obligations under the contract, or other similar types of events.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The crediting interest rates for the wrap contracts are calculated on a quarterly basis (or more frequently if necessary) using contract value, market value of the underlying fixed income portfolio, the yield of the portfolio, and the duration of the index, but cannot be less than zero.

Average Yields for Synthetic GICS	December 31,	
	2010	2009
Based on actual earnings	3.0%	4.2%
Based on interest rate credited to participants	2.0%	2.2%

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

7. Reconciliation of Financial Statements to the Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	December 31,	
	2010	2009
Net assets available for benefits per the financial statements	\$ 154,134,595	\$ 110,694,325
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	(280,797)	(789,298)
Net assets available for benefits per the Form 5500	\$ 153,853,798	\$ 109,905,027

The fully benefit-responsive investment contracts have been adjusted from fair value to contract value for purposes of the financial statements. For purposes of the Form 5500, the investment contracts will be stated at fair value.

The following is a reconciliation of total additions per the financial statements to total income per the Form 5500 for the year ended December 31, 2010:

Total additions per the financial statements	\$ 52,685,838
Add: Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2009	789,298
Less: Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2010	(280,797)
Total income per the Form 5500	\$ 53,194,339

8. Risks and Uncertainties

The Master Trust invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

9. Income Tax Status

The Plan has received a determination letter from the IRS dated April 3, 2003, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code), and therefore, the related trust is exempt from taxation. Subsequent to this determination by the Internal Revenue Service, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Administrator believes that the Plan, as amended, is qualified and the related trust is tax-exempt. The Plan Administrator will take steps to ensure that the Plan's operations remain in compliance with the Code, including taking appropriate action, when necessary, to bring the Plan's operations into compliance.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2007.

10. Related-Party Transactions

Related-party transactions included the investments in the common stock of the Company and the investment funds of the Trustee. Such transactions are exempt from being prohibited transactions.

The following is a summary of transactions in Timken common shares with the Master Trust for the year ended December 31, 2010:

	Shares	Dollars
Purchased	1,550,290	\$ 27,644,148
Issued to participants for payment of benefits	232,604	2,667,563

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The Hourly Pension Investment Plan

Notes to Financial Statements (continued)

10. Related-Party Transactions (continued)

Benefits paid to participants include payments made in Timken common shares valued at quoted market prices at the date of distribution.

Certain legal and accounting fees and certain administrative expenses relating to the maintenance of participant records are paid by the Company. Fees paid during the year for services rendered by parties in interest were based on customary and reasonable rates for such services.

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Supplemental Schedule

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The Hourly Pension Investment Plan

EIN #34-0577130 Plan #016

Schedule H, Line 4i Schedule of Assets

(Held at End of Year)

Year Ended December 31, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral,	Current Value
Participant notes receivable*	Interest rates ranging from 4.25% to 11.0% with various maturity dates	\$ 8,503,599

* Indicates party in interest to the Plan.

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SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other person who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

THE HOURLY PENSION INVESTMENT PLAN

Date: June 28, 2011

By: /s/ Scott A. Scherff
Scott A. Scherff
Assistant Secretary