

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934

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

Hines Real Estate Investment Trust, 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:

On October 17, 2016, in connection with the mailing of the definitive proxy statement of Hines Real Estate Investment Trust, Inc. (the “Company”) and the solicitation of proxies with respect to the proposals set forth in the definitive proxy statement, the Company began providing a spreadsheet to financial advisors with clients invested in the Company at the time of the mailing of the definitive proxy statement. The spreadsheet is based on the following template, which the Company customizes and populates with information specific to the particular financial advisor’s clients.

Investor Name Line 1	Investor Name Line 2	Purchase Date(s) (excluding DRP purchases)	Price(s) Paid Per Share (excluding DRP purchases)	Aggregate Purchase Amount (excluding DRP purchases, if applicable) ² (A)	Aggregate Number of Shares Owned as of September 30, 2016 (including DRP shares, if applicable) (B)	Total Cash Proceeds Received by Shareholder as of September 30, 2016 (includes cumulative cash distributions and, if applicable, redemption proceeds) (C)	Estimated Liquidating Distribution of \$6.35 per Share ¹			Estimated Liquidating Distribution of \$6.65 per Share ¹		
							Estimated Liquidating Distribution ((B) X \$6.35) (D)	Total Cash Proceeds Received + Estimated Liquidating Distribution (C) + (D) (E)	Total Return ² (Difference between (A) and (E))	Estimated Liquidating Distribution ((B) X \$6.65) (F)	Total Cash Proceeds Received + Estimated Liquidating Distribution (C) + (F) (G)	Total Return ² (Difference between (A) and (G))
Name 1	Name 2						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
						\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

(1) On June 29, 2016, the board of directors of Hines Real Estate Investment Trust, Inc. ("Hines REIT" or the "Company") voted unanimously to approve the sale of all or substantially all of the Company's assets pursuant to a plan of liquidation and dissolution of the Company (the "Plan"). As part of the Plan, Hines REIT and certain of its affiliates have entered into an agreement to sell seven of the Company's properties located in California and Washington (the "West Coast Assets") to an affiliate of Blackstone Real Estate Partners VIII L.P. for a purchase price of \$1.162 billion (the "West Coast Asset Sale"). If the Plan is approved by Hines REIT's stockholders and the sale of all or substantially all of the Company's assets, including the West Coast Asset Sale, is completed as expected, Hines REIT expects to make distributions to its stockholders in the range of approximately \$6.35 to \$6.65 per share on or before December 31, 2016. There can be no assurances regarding the amounts of any distributions or the timing thereof. See the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission (SEC) on August 23, 2016 for a discussion of the Plan, including the West Coast Asset Sale. This table presents a calculation of the total return a shareholder might realize if the shareholder receives distributions from Hines REIT at the low end and the high end of the estimated range of liquidating distributions Hines REIT expects to make if the sale of all or substantially all of its assets is completed as expected. The "Total Cash Proceeds Received by Shareholder as of September 30, 2016" (Column (C)) includes the following, if applicable with respect to the shareholder's account: (i) regular quarterly cash distributions paid to the shareholder (if the shareholder elected to receive cash distributions instead of participating in Hines REIT's dividend reinvestment plan ("DRP"); (ii) cash distributions for the second quarter of 2016, which were paid to shareholders, including DRP participants, in cash on September 30, 2016; (iii) special distributions totaling \$1.01 per share which were paid to shareholders, including DRP participants, in cash between 2011 and 2013 and were designated by Hines REIT as a return of a portion of the shareholders' invested capital; and (iv) proceeds received by the shareholder for the partial redemption of shares in the shareholder's account. The information presented in this table with respect to cash distributions to shareholders does not take into account the tax consequences of such distributions to shareholders. Shareholders are urged to consult with their own tax advisors regarding the tax consequences of such distributions.

(2) The "Aggregate Purchase Amount" (Column (A)) includes only initial and, if applicable, subsequent purchases of shares in the Company's primary offering(s). It does not include any purchases made by reinvesting distributions that would have otherwise been paid in cash pursuant to the DRP. If DRP participants' reinvestments of distributions pursuant to the DRP were included in the "Aggregate Purchase Amount" column, then the amounts in the "Total Return" columns for DRP participants would be lower.

Additional Information:

This communication is being made in respect of the proposed Plan, including the West Coast Asset Sale. The proposed Plan, including the West Coast Asset Sale, will be submitted to the stockholders of the Company for their consideration. In connection with the proposed Plan, including the West Coast Asset Sale, the Company has filed a definitive proxy statement with the SEC. INVESTORS ARE URGED TO READ THE DEFINITIVE PROXY STATEMENT CAREFULLY AND IN ITS ENTIRETY AND ANY OTHER RELEVANT DOCUMENTS OR MATERIALS FILED OR TO BE FILED WITH THE SEC OR INCORPORATED BY REFERENCE IN THE PROXY STATEMENT, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PLAN, INCLUDING THE WEST COAST ASSET SALE. The definitive proxy statement has been mailed to the Company's stockholders. In addition, the proxy statement and other documents are available free of charge at the SEC's internet website, www.sec.gov. The definitive proxy statement and other pertinent documents also may be obtained free of charge at the Company's website, <http://www.hinessecurities.com>, or by directing a written request to Hines Real Estate Investment Trust, Inc. at 2800 Post Oak Boulevard, Suite 5000, Houston, Texas 77056-6118, Attention: Secretary.

The Company and its directors and executive officers and members of its external advisor and its employees may be deemed to be participants in the solicitation of proxies with respect to the Plan, including the West Coast Asset Sale. Information regarding the Company's directors and executive officers is detailed in the proxy statements and annual reports on Form 10-K and quarterly reports on Form 10-Q previously filed with the SEC, each of which can be obtained free of charge from the sources indicated above. Additional information regarding the direct and indirect interests of the Company's directors and executive officers in the Plan may be obtained by reading the proxy statement and other relevant documents or materials relating to the proposed transaction.

Forward Looking Statements:

This communication contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 based on current expectations, forecasts and assumptions that involve risks and uncertainties that could cause actual outcomes and results to differ materially. Forward-looking statements generally can be identified by the use of words or phrases such as "anticipate," "believe," "estimate," "expect," "intend," "plan," "foresee," "looking ahead," "is confident," "should be," "will," "predicted," "likely," or similar words or phrases intended to identify information that is not historical in nature. These forward-looking statements include, among others, statements about the expected benefits of the Plan, including the West Coast Asset Sale, the estimated range of distributions, the expected timing and completion of the Plan, including the West Coast Asset Sale, and the future business, performance and opportunities of the Company. These risks and uncertainties include, without limitation, the ability of the Company to obtain required stockholder approvals required to consummate the Plan, including the West Coast Asset Sale; the satisfaction or waiver of other conditions to closing for the West Coast Asset Sale; unanticipated difficulties or expenditures relating to the Plan, including the West Coast Asset Sale; the response of tenants, business partners and competitors to the announcement of the Plan, including the West Coast Asset Sale; legal proceedings that may be instituted against the Company and others related to the Plan, including the West Coast Asset Sale; general risks affecting the real estate industry (including, without limitation, the inability to enter into or renew leases, dependence on tenants' financial condition, and competition from other developers, owners and operators of real estate); adverse economic or real estate developments in the Company's existing markets; risks associated with the availability and terms of financing and the ability to refinance indebtedness as it comes due; reductions in asset valuations and related impairment charges; risks associated with downturns in domestic and local economies, changes in interest rates and volatility in the securities markets; potential liability for uninsured losses and environmental contamination; risks associated with the Company's potential failure to qualify as a real estate investment trust under the Internal Revenue Code of 1986, as amended, and possible adverse changes in tax and environmental laws; and risks associated with the Company's dependence on key personnel of Hines Interests Limited Partnership or its affiliates whose continued service is not guaranteed. For a further list and description of such risks and uncertainties, see the reports filed by the Company with the SEC, including the Company's most recent annual report on Form 10-K and quarterly reports on Form 10-Q. Any forward-looking statement speaks only as of the date of this communication. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information or developments, future events or otherwise.