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): November 10, 2016

Hines Real Estate Investment Trust, Inc.

(Exact name of registrant as specified in its charter)

Maryland	000-50805	20-0138854
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

2800 Post Oak Blvd, Suite 5000, Houston, Texas	77056-6118
(Address of principal executive offices)	(Zip Code)

Registrant’s telephone number, including area code: (888) 220-6121

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))

Item 2.01 Completion of Acquisition or Disposition of Assets.

Sale of West Coast Office Assets

On November 10, 2016, Hines Real Estate Investment Trust, Inc. ("Hines REIT"), through Hines REIT 5th and Bell LLC, Hines REIT Daytona Campus LLC, Hines REIT Laguna Campus LLC, Hines REIT 2851 Junction Ave LP, Hines REIT Watergate LP, Hines REIT 1900/2000 Alameda De Las Pulgas LLC and Hines REIT West LA Portfolio LP, which are wholly-owned subsidiaries of Hines REIT's operating partnership, sold 5th and Bell in Seattle, WA; Daytona Buildings in Redmond, WA; Laguna Buildings in Redmond, WA; 2851 Junction Avenue in San Jose, CA; 2100 Powell in Emeryville, CA; 1900 and 2000 Alameda in San Mateo, CA; and Howard Hughes Center in Los Angeles, CA (collectively, the "West Coast Assets") to BRE Hydra Property Owner LLC (the "West Coast Purchaser"), an affiliate of Blackstone Real Estate Partners VIII L.P. The West Coast Purchaser is not affiliated with Hines REIT or its affiliates.

The sales price for the West Coast Assets was approximately $1.162 billion in aggregate, exclusive of transaction costs and closing prorations.

Sale of Civica Office Commons

Also on November 10, 2016, Hines REIT, through Hines REIT Civica Office Commons LLC, a wholly-owned subsidiary of Hines REIT's operating partnership, sold Civica Office Commons in Bellevue, Washington to AEW CPT Acquisitions, LLC (the "Civica Purchaser"). The Civica Purchaser is not affiliated with Hines REIT or its affiliates.

The sales price for Civica Office Commons was approximately $193.0 million, exclusive of transaction costs and certain other closing credits and any adjustments for closing prorations. The net proceeds received by Hines REIT from this sale are subjected to a hold back of $5.0 million, which will be released to Hines REIT if Hines REIT meets certain closing conditions within six months after the sale. If Hines REIT does not meet these conditions, the hold back amount will be release to the Civica Purchaser.

Item 7.01 Regulation FD Disclosure.

On November 10, 2016, Hines REIT issued a press release announcing the closing of the sale of the West Coast Assets. The press release is furnished as exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information furnished under this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

Forward-Looking Statements

This filing, including the press release furnished as an exhibit to the filing, 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. These forward-looking statements include, among others, statements about the expected benefits of the Company's Plan of Liquidation and Dissolution (the "Plan"), the estimated range of distributions to be made in connection with the Plan, the expected timing and completion of the Plan, the Company's ability to receive the amount held back from the net proceeds of the sale of Civica Office Commons and the future business, performance and opportunities of the Company. 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 risks and uncertainties include, without limitation, unanticipated difficulties or expenditures relating to the Plan, the response of tenants, business partners and competitors to the announcement of the Plan; legal proceedings that may be instituted against the Company and others related to the Plan; risks associated with the Company's ability to meet the remaining closing conditions related to the sale of Civica Office Commons; 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; 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; 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 Securities and Exchange Commission, 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 filing. 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.

Item 9.01 Financial Statements and Exhibits.

(b) *Pro Forma Financial Information*. The pro forma financial information will be filed in an amendment to this Current Report on Form 8-K no later than November 17, 2016.

(d) *Exhibits*

99.1 Press Release, dated November 10, 2016

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 thereunto duly authorized.

HINES REAL ESTATE INVESTMENT TRUST, INC.

November 10, 2016	By:	/s/ J. Shea Morgenroth
		J. Shea Morgenroth
		Chief Accounting Officer and Treasurer

Exhibit Index

Exhibit No.	Description
99.1	Press Release, dated November 10, 2016

Exhibit 99.1

Hines

News Release

For Immediate Release
November 10, 2016

For Further Information, Contact:
George Lancaster, Hines
713/966-7676
george.lancaster@hines.com

HINES REIT COMPLETES $1.162 BILLION SALE OF OFFICE ASSETS

Sale marks major step in execution of shareholder-approved liquidation plan

(HOUSTON) – Hines Real Estate Investment Trust, Inc. ("Hines REIT") announced today it has completed the sale of seven West Coast office assets to a Blackstone affiliate for $1.162 billion. Shareholders approved the board-recommended plan to liquidate and dissolve Hines REIT during its annual shareholder meeting on November 7. Hines REIT was the first of three non-traded REITs sponsored by the international real estate firm.

So far in 2016, Hines REIT has sold 22 of its directly owned properties for $2.3 billion, before transaction costs and retirement of debt. In addition, during that same time period, the Hines US Core Office Fund LP, in which Hines REIT owns a 28.8% LP interest, sold four of its properties for $762.7 million, before transaction costs and retirement of debt. Hines REIT is in the process of liquidating the few remaining assets it owns directly and through its interest in Hines US Core Office Fund LP and currently anticipates those sales will be completed before year end.

"The sale of seven of our West Coast office assets to a Blackstone affiliate was a significant and positive transaction and a result of our focus on maximizing the assets' appeal to the institutional market and providing Hines REIT's investors with an attractive outcome," said Sherri Schugart, President and CEO of Hines REIT. "The vast majority of our investors will have experienced a positive return on their investment in Hines REIT given the cash distributions we have paid through the years combined with capital we expect to return to investors as a result of this liquidity event and capital we have returned in previous years. We are pleased with this performance relative to the performance of many of our peers and other investment alternatives that had comparable investment strategies and timing, especially considering the impact of the financial crisis and economic downturn during 2008 and 2009."

Hines REIT currently expects to initially distribute a significant portion of the net proceeds from the completed asset sales to its shareholders before the end of this year and to have one or more additional liquidating distributions to its shareholders during the first quarter of 2017, after all remaining business activities are concluded. Hines REIT presently expects that the aggregate liquidating distributions to its shareholders will be within the range of $6.35 to $6.65 per share, as disclosed when Hines REIT announced the plan of liquidation. In addition to these liquidating distributions, Hines REIT previously paid special distributions totaling $1.01 per share from July 2011 through April 2013, which were designated as a partial return of invested capital to shareholders. For additional information regarding the voting results from our annual meeting, please see Hines REIT's 8-K filing dated November 7, 2016.

About Hines REIT

Hines REIT is a public, non-listed real estate investment trust sponsored by Hines. Hines REIT was formed in August 2003 for the purpose of investing in and owning interests in real estate. In total, Hines REIT acquired interests in 66 properties, representing approximately 33 million square feet, since its inception and has sold its interests in 63 of those properties as of November 10, 2016. For additional information about Hines REIT, visit www.hinessecurities.com.

About Hines

Hines is a privately owned global real estate investment firm founded in 1957 with a presence in 192 cities in 20 countries. Hines has $93.2 billion of assets under management, including $47.9 billion for which Hines provides fiduciary investment management services, and $45.3 billion for which Hines provides third-party property-level services. The firm has 105 developments currently underway around the world. Historically, Hines has developed, redeveloped or acquired 1,180 properties, totaling over 379 million square feet. The firm's current property and asset management portfolio includes 483 properties, representing over 199 million square feet. With extensive experience in investments across the risk spectrum and all property types, and a pioneering commitment to sustainability, Hines is one of the largest and most-respected real estate organizations in the world. Visit www.hines.com for more information.

Forward-Looking Statements

This press release 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. These forward-looking statements include, among others, statements about the expected benefits of the plan of liquidation (the "Plan"), the estimated range and the timing of the payment of liquidating distributions, the expected timing and completion of the Plan, the return to be achieved by shareholders and the future business, performance and opportunities of Hines REIT. 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 risks and uncertainties include, without limitation, unanticipated difficulties or expenditures relating to the Plan, the response of tenants, business partners and competitors to the announcement of the Plan; legal proceedings that may be instituted against the Company and others related to the Plan; 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 Hines REIT's existing markets; 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 Hines REIT's potential failure to qualify as a real estate investment trust under the Internal Revenue Code of 1986, as amended; possible adverse changes in tax and environmental laws; and risks associated with Hines REIT'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 Hines REIT with the Securities and Exchange Commission, including Hines REIT'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 press release. Hines REIT 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.