

**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 Global REIT, 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:

In connection with the mailing of the definitive proxy statement of Hines Global REIT, Inc. (the “Company”) and the solicitation of proxies with respect to the proposals set forth in the definitive proxy statement, the following email was distributed to financial advisors with clients invested in the Company at the time of the mailing of the definitive proxy statement. The hypothetical shareholder return example immediately following the email was included as a hyperlinked attachment to the email.



Hines|Securities  
**Hines Global REIT**



**Hines Global REIT Investors to Receive Proxy  
Statements Starting May 16, 2018**

**Voting to approve Plan of Liquidation of Hines Global REIT  
ends July 17, 2018. Encourage your clients to vote now!**

Beginning May 16, 2018, your clients who invested in Hines Global REIT, Inc. ("Hines Global REIT") will start receiving proxy materials with instructions on how to vote their shares with respect to the plan of liquidation and dissolution (the "Plan") of Hines Global REIT as described in Hines Global REIT's definitive proxy statement filed with the

Securities and Exchange Commission ("SEC") on May 10, 2018. Please encourage your clients to vote now in advance of the Annual Shareholder Meeting scheduled to be held on July 17, 2018.

**IMPORTANT**

To assist with client discussions, please see the hypothetical shareholder return example [here](#).

[View Proxy Statement](#)

For more information, call your Hines Securities Regional Director  
or Internal Sales Consultant at 888.446.3773 or visit [www.hinessecurities.com](http://www.hinessecurities.com).

#### **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. These forward-looking statements include, among others, statements about the expected benefits of the Plan, the estimated range and the timing of the payment of 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 Global 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 Global 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 Global 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 Global REIT's dependence on key personnel of Hines Interests Limited Partnership or its affiliates whose continued service is not assured. For a further list and description of such risks and uncertainties, see the reports filed by Hines Global REIT with the SEC, including Hines Global 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 Global REIT disclaims any intention or obligation to update or revise any forward-looking statements, whether because of new information or developments, future events or otherwise.*

#### **Additional Information**

*This communication is being made in respect of the proposed Plan. The proposed Plan will be submitted to the shareholders of the Company for their consideration. On May 10, 2018, the Company filed a definitive proxy statement for its annual shareholder meeting with the SEC. The definitive proxy statement will be sent or made available to the Company's shareholders and contains information about the proposals to be voted on by the Company's shareholders at the annual meeting, including information relating to the proposed Plan. This communication does not constitute a solicitation of any vote or proxy from any shareholder of the Company. SHAREHOLDERS 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 AND THE OTHER PROPOSALS TO BE VOTED ON BY THE SHAREHOLDERS AT THE ANNUAL MEETING. The definitive proxy statement and other relevant documents are available at no charge at the SEC's internet website, [www.sec.gov](http://www.sec.gov). The definitive proxy statement and other relevant documents also may be obtained at no charge at the Company's website, <http://www.hinessecurities.com>, or by directing a written request to Hines Global REIT, Inc. at 2800 Post Oak Boulevard, Suite 5000, Houston, Texas 77056-6118, Attention: Ryan T. Sims, Chief Financial Officer and Secretary.*

**Participants in this Solicitation**

*The Company and its directors and executive officers may be deemed to be participants in the solicitation of proxies in respect to the Plan. Information regarding the Company's directors and executive officers is included in the Company's definitive proxy statement, and is included in the Company's Annual Report on Form 10-K for the year ended December 31, 2017, filed with the SEC on March 30, 2018, each of which can be obtained at no 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 is included in the Company's definitive proxy statement.*

Hines Global REIT is closed to new investors.

Hines Securities, Inc., Member FINRA/SIPC, was the dealer manager for Hines Global REIT's public offerings. For more information, call 888.446.3773 or visit [hinessecurities.com](http://hinessecurities.com)

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# Hypothetical Shareholder Return Example

## Hypothetical Returns for \$100,000 Purchase

Calculated Using Estimated Range of Liquidating Distributions as of April 23, 2018  
 $\$1.17 + (\$8.83 \text{ to } \$9.83) = \$10 - \$11$  of Return of Capital Distributions per Share<sup>1,2,3</sup>

### Return of Capital Distributions

Original Purchase Date <sup>1</sup>	Original Purchase Price <sup>1</sup>	Return of Invested Capital and Special Distributions of \$1.17 Per Share <sup>2</sup>	Estimated Liquidating Distributions at Range of \$8.83-\$9.83 <sup>1</sup>	Total Return of Capital Distributions at Estimated Liquidating Distributions Range <sup>3</sup>	Cumulative Regular Operating Cash Distributions <sup>4</sup>	Total Return <sup>1,5</sup> (Total Return of Capital Distributions at Estimated Liquidating Distributions Range plus Cumulative Regular Operating Cash Distributions)
<b>DISTRIBUTION REINVESTMENT PLAN</b>						
11/1/2009	\$10.00	\$18,209	\$159,586 - \$177,670	\$177,796 - \$195,879	\$ -	\$177,796 - \$195,879
7/1/2011	\$10.00	\$16,111	\$141,651 - \$157,702	\$157,762 - \$173,813	\$ -	\$157,762 - \$173,813
7/1/2012	\$10.00	\$15,009	\$131,540 - \$146,445	\$146,549 - \$161,455	\$ -	\$146,549 - \$161,455
7/1/2013	\$10.28	\$13,648	\$119,614 - \$133,168	\$133,262 - \$146,816	\$ -	\$133,262 - \$146,816
4/1/2014	\$10.40	\$12,837	\$112,500 - \$125,247	\$125,336 - \$138,084	\$ -	\$125,337 - \$138,084
<b>CASH DISTRIBUTIONS</b>						
11/1/2009	\$10.00	\$11,700	\$88,250 - \$98,250	\$99,950 - \$109,950	\$56,217	\$156,167 - \$166,167
7/1/2011	\$10.00	\$11,700	\$88,250 - \$98,250	\$99,950 - \$109,950	\$44,550	\$144,500 - \$154,500
7/1/2012	\$10.00	\$11,700	\$88,250 - \$98,250	\$99,950 - \$109,950	\$37,800	\$137,750 - \$147,750
7/1/2013	\$10.28	\$11,381	\$85,846 - \$95,574	\$97,228 - \$106,955	\$30,447	\$127,674 - \$137,402
4/1/2014	\$10.40	\$11,250	\$84,856 - \$94,471	\$96,106 - \$105,721	\$25,409	\$121,515 - \$131,130

On April 23, 2018, the board of directors (the "Board") of Hines Global REIT, Inc. ("Hines Global REIT" or the "Company") unanimously approved a plan of liquidation and dissolution (the "Plan"), pursuant to which Hines Global REIT will sell all or substantially all of its assets. If the Plan is approved by Hines Global REIT's stockholders and Hines Global REIT is able to successfully implement the Plan, then after the sale of all or substantially all of the Company's assets and the payment of all of the Company's outstanding liabilities, Hines Global REIT expects to make liquidating distributions pursuant to the Plan in the range of \$8.83 to \$9.83 per share of common stock, estimated by the Board as of April 23, 2018. There can be no assurances regarding the amounts of any liquidating distributions or the timing thereof.

This table presents an example of the hypothetical return a shareholder might realize if the shareholder had purchased \$100,000 of shares of the Company's common stock on each of the dates indicated, held the shares continuously through the successful completion of the Plan and then received liquidating distributions in the estimated range of liquidating distributions that Hines Global REIT expects to make upon successful completion of the Plan.

<sup>1</sup> Hines Global REIT sold common shares in two public offerings between 2009 and 2014 at the per share purchase prices indicated in the table above. The dates presented in the "Original Purchase Date" column provide examples of investments made at different points in Hines Global REIT's two public offerings and were arbitrarily selected from within each period in which Hines Global REIT sold shares of common stock at the respective purchase price. A shareholder's total return will vary from the returns presented in the table based on the shareholder's original purchase date. The hypothetical return is presented for a shareholder that elected to receive cash distributions as well as for a shareholder that enrolled in Hines Global REIT's distribution reinvestment plan at the time of the initial investment. This table does not take into account the tax consequences to shareholders of distributions or a liquidation of their investment. Shareholders are urged to consult with their own tax advisors concerning the tax consequences.

Please see the reverse side of this document for notes 2, 3, 4 and 5 to the table, which contain important information concerning the limitations of, and the risk of undue reliance on, the hypothetical shareholder return examples presented above.

Hines Global REIT is closed to new investors.

**FOR USE ONLY WITH CURRENT HINES GLOBAL REIT SHAREHOLDERS AND THEIR FINANCIAL ADVISORS. NOT TO BE DISTRIBUTED OR USED WITH ANY OTHER PARTIES.**

This document is being provided to Hines Global REIT shareholders and their financial advisors for informational purposes only.

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<sup>2</sup> In December 2017, Hines Global REIT declared a special distribution of \$1.05 per share to all shareholders of record as of December 30, 2017 (the "Special Distribution"). In addition, the Board authorized monthly distributions aggregating \$0.325 per share for the six months ending June 30, 2018 and the Board designated an aggregate of \$0.12 per share of these distributions as a return of stockholders' invested capital (the "Return of Invested Capital Distributions"). The Return of Invested Capital Distributions have been paid or will be paid to stockholders of record as of monthly record dates on the first business day of the month following the month to which the distributions relate. The Special Distribution and the Return of Invested Capital Distributions equal an aggregate of \$1.17 per share of common stock.

<sup>3</sup> The amounts in the "Total Return of Capital Distributions at Estimated Liquidating Distributions Range" reflect the sum of (i) the Special Distribution and the Return of Invested Capital Distribution of \$1.17 per share and (ii) liquidating distributions in the range of \$8.83 to \$9.83 per share of common stock, estimated by the Board as of April 23, 2018. The designation of these distributions as return of capital distributions is not indicative of the characterization of these distributions for income tax purposes.

<sup>4</sup> The amounts in the "Cumulative Cash Distributions" column include regular operating cash distributions received or to be received from the original purchase date through June 2018. Participants in Hines Global REIT's distribution reinvestment plan did not receive these distributions in cash but rather reinvested them in additional shares of Hines Global REIT's common stock.

<sup>5</sup> The amounts in the "Total Return" column reflect, in aggregate dollars, the sum of (i) regular operating cash distributions received or to be received from the original purchase date through June 2018, (ii) the Special Distribution and the Return of Invested Capital Distributions of \$1.17 per share, and (iii) liquidating distributions in the range of \$8.83 to \$9.83 per share of common stock, estimated by the Board as of April 23, 2018.

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NOT FDIC INSURED
MAY LOSE VALUE
NO BANK GUARANTEE

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For questions, call Hines Securities, Inc., Member FINRA/SIPC.  
2800 Post Oak Blvd., Suite 4700, Houston, Texas 77056  
888.446.3773 | [hinessecurities.com](http://hinessecurities.com)

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