

HARTMAN vREIT XXI, INC.

SUPPLEMENT NO. 1 DATED JULY 27, 2020 TO THE PROSPECTUS DATED JULY 27, 2020

This document supplements, and should be read in conjunction with, our prospectus dated July 27, 2020, relating to our offering of up to \$185,000,000 in shares of our common stock. Terms used and not otherwise defined in this Supplement No. 1 have the same meanings as set forth in our prospectus. The purpose of this Supplement No. 1 is to disclose:

- the status of our public offering;
- a description of our real estate investments;
- our recent property acquisitions;
- selected financial data;
- our performance - funds from operations and modified funds from operations;
- our tangible net book value per share
- information regarding our indebtedness;
- information regarding our distributions;
- compensation paid to our Advisor, affiliates and the dealer manager;
- information regarding redemption of shares of our common stock;
- information on experts; and
- incorporation of certain information by reference.

Status of Our Public Offering

Our follow-on offering (File no. 333-232308) was declared effective on January 14, 2020. In our follow-on offering, we are offering up to \$180,000,000 in any combination of Class A and Class T shares of our common stock to the public and up to \$5,000,000 in Class A and Class T shares of our common stock to our stockholders pursuant to our distribution reinvestment plan.

We are offering Class A shares of our common stock to the public at price of \$11.44 per share and to our stockholders pursuant to our distribution reinvestment plan at price of \$10.30 per share. We are offering Class T shares of our common stock to the public at price of \$10.95 per share and to our stockholders pursuant to our distribution reinvestment plan at price of \$10.30 per share.

As of March 31, 2020, we had accepted investors' subscriptions for, and issued 8,161,936 shares, net of redemptions, of our Class A common stock and 457,245 shares, net of redemptions, of our Class T common stock in our initial public offering, including 408,282 Class A shares and 18,227 Class T shares issued pursuant to our distribution reinvestment plan, resulting in aggregate gross offering proceeds of \$84,967,000.

We intend to use the net proceeds from our initial public offering and follow-on offering to acquire commercial real estate properties located primarily in Texas. We intend to offer shares of our common stock on a continuous basis until January 14, 2023, three years from the date of the commencement of our follow-on public offering. We reserve the right to terminate our initial public offering at any time.

Description of Our Real Estate Investments

As of March 31, 2020, our investments in real estate assets consist of ten properties listed below and 2.47% interest in an affiliate special purpose entity which owns 39 office, retail and light industrial properties in Houston, Dallas, and San Antonio, Texas, which we refer to as the Hartman SPE interest. We own 700,302 common shares of an affiliate, Hartman Short Term Income Properties, XX, Inc.

| Property Name | Year | Space Type | Gross Leasable Area SF | In-Place Occupancy | No. of Tenants | Annualized Base Rental Revenue (in thousands) | Average Base Rental Revenue per Occupied SF | Acquisition Price (in thousands) | Encumbrances (1) (in thousands) |
|------------------------|------|------------|------------------------|--------------------|----------------|---|---|----------------------------------|---------------------------------|
| Village Pointe | 1982 | Retail | 54,246 | 84 % | 13 | \$ 586 | \$ 12.80 | \$ 7,226 | |
| Richardson Tech Center | 1987 | Flex/R&D | 96,660 | 68 % | 12 | 526 | 8.02 | \$ 5,166 | \$ 2,520 |
| Spectrum | 1986 | Office | 175,390 | 85 % | 33 | 5,598 | 37.40 | \$ 16,951 | |
| 11211 Katy | 1976 | Office | 78,642 | 63 % | 45 | 805 | 16.21 | \$ 4,495 | |
| 1400 Broadfield | 1982 | Office | 102,893 | 74 % | 16 | 1,603 | 21.17 | \$ 9,582 | |
| 16420 Park Ten | 1982 | Office | 83,760 | 56 % | 14 | 970 | 20.67 | \$ 7,510 | |
| Willowbrook Building | 1982 | Office | 67,581 | 38 % | 13 | 454 | 17.84 | \$ 3,972 | |
| Timberway II | 1982 | Office | 130,828 | 69 % | 21 | 1,846 | 20.36 | \$ 11,890 | |
| One Park Ten | 1982 | Office | 34,089 | 35 % | 16 | 242 | 20.54 | \$ 3,075 | |
| Two Park Ten | 1982 | Office | 57,126 | 86 % | 19 | 1,076 | 21.87 | \$ 5,125 | |
| Grand Total | | | 881,215 | 69 % | 202 | \$ 13,706 | \$ 22.45 | | |

(1) Specific encumbrances represent mortgage loans secured by the property indicated. Also see "East West Bank Master Loan Agreement" below.

Hartman SPE LLC

On October 1, 2018, we acquired a 5.89% member interest in Hartman SPE LLC in exchange for our 48.8% minority interest in Three Forest Plaza, an office property owned jointly with Hartman Short Term Income Properties XX, Inc. Hartman SPE LLC owns 39 commercial properties located in Houston, Dallas, Richardson, Arlington and San Antonio, Texas comprising approximately 6.6 million square feet.

Effective March 1, 2019, we exchanged 3.42% of our 5.89% interest in Hartman SPE LLC for 700,302 common shares of Hartman Short Term Income Properties XX, Inc.

Significant Tenants

The following table sets forth information about our five largest tenants of our ten owned properties as of March 31, 2020:

| Tenant Name | Location | Annualized Rental Revenue (in thousands) | Percentage of Total Annualized Rental Revenue | Initial Lease Date | Lease Expiration Year |
|--|------------------|--|---|--------------------|-----------------------|
| Oracle America, Inc. | Spectrum | \$ 4,211 | 30.7 % | 9/9/2016 | 12/9/2021 |
| Enventure Global Technology Inc. | Timberway II | 720 | 5.3 % | 11/1/2015 | 4/30/2021 |
| Hargrove and Associates, Inc. | Two Park Ten | 550 | 4.0 % | 7/1/2017 | 5/31/2024 |
| HDR Engineering | Spectrum | 471 | 3.4 % | 11/16/2015 | 4/16/2021 |
| Strategy Engineering & Consulting, LLC | 1400 Broad field | 452 | 3.3 % | 3/1/2018 | 2/29/2024 |
| Total | | \$ 6,404 | 46.7 % | | |

The following table sets forth information about tenants which occupy more than 10% of the property in which they are located, as of March 31, 2020:

| Tenant Name | Location | Annualized Rental Revenue (in thousands) | Percentage of Total Annualized Rental Revenue | Percentage of Property Occupied | Lease Expiration Year |
|-----------------------------------|------------------|--|---|---------------------------------|-----------------------|
| Oracle America, Inc. | Spectrum | \$ 4,211 | 31 % | 49 % | 2021 |
| Enventure Global Technology Inc. | Timberway II | 720 | 5 % | 23 % | 2021 |
| Hargrove and Associates, Inc. | Two Park Ten | 550 | 4 % | 44 % | 2024 |
| HDR Engineering | Spectrum | 471 | 3 % | 10 % | 2021 |
| Strategy Engineering & Consulting | 1400 Broad field | 452 | 3 % | 23 % | 2024 |
| Corporate Travel Planners, Inc. | Spectrum | 346 | 3 % | 10 % | 2022 |
| RGN-Houston XL, LLC | 1400 Broad field | 294 | 2 % | 12 % | 2024 |
| Liberty Lift Solutions, LLC | 16420 ParkTen | 246 | 2 % | 12 % | 2024 |
| Circuit Check, Ltd | Richardson Tech | 95 | 1 % | 13 % | 2021 |
| Total | | \$ 7,385 | 54 % | | |

Lease Expirations

The following table shows lease expirations for our properties as of March 31, 2020 during each of the next ten years:

| Year of Lease Expiration | Gross Leasable Area Covered by Expiring Leases | | | Annualized Base Rent Represented by Expiring Leases | |
|--------------------------|--|---------------------|---------------------------------------|---|-----------------------|
| | Number of Leases Expiring | Approx. Square Rent | Percent of Total Occupied Square Feet | Amount (in thousands) | Percent of Total Rent |
| 2020 | 31 | 69,560 | 12 % | \$ 1,479 | 11 % |
| 2021 | 141 | 205,567 | 35 % | 6,471 | 46 % |
| 2022 | 28 | 60,410 | 10 % | 1,235 | 9 % |
| 2023 | 20 | 60,699 | 10 % | 1,056 | 8 % |
| 2024 | 22 | 121,559 | 21 % | 2,483 | 18 % |
| 2025 | 15 | 50,024 | 8 % | 628 | 5 % |
| 2026 | 1 | 7,037 | 1 % | 109 | 1 % |
| 2027 | 1 | 4,790 | 1 % | 110 | 1 % |
| 2028 | 1 | 9,706 | 2 % | 92 | 1 % |
| 2029+ | — | — | — % | — | — % |
| Total | 260 | 589,352 | 100 % | \$ 13,663 | 100 % |

We believe that all of our properties are adequately covered by insurance and are suitable for their intended purposes. Each of our properties faces competition from similar properties located in and around their respective submarkets.

Management is not currently aware of any plans for any material renovation, redevelopment or improvement with respect to our current properties.

Our Recent Property Acquisitions

On August 13, 2019, the Company entered into a purchase agreement to acquire a 42.63227 tenant in common interest in 3100 Wesleyan, located in Houston, Texas. The Company has agreed to pay \$3,576,620, including assumption of \$1,751,620 in mortgage indebtedness. On November 27, 2019, the Company funded \$1,740,000 as an acquisition deposit. The Company anticipates the closing of the acquisition in the second quarter of 2020.

On May 14, 2020, the Company closed a tender offer to purchase of 681,388 shares of common stock of Hartman Income REIT, Inc. for \$3,454,600. Hartman Income REIT, Inc. is the parent company of our property manager and sponsor.

Selected Financial Data

The following selected financial data should be read in conjunction with our unaudited consolidated financial statements and related notes thereto and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” contained in our Quarterly Report on Form 10-Q for the quarter ended March 31, 2020 filed with the SEC on June 8, 2020, and our Annual Report on Form 10-K/A for the year ended December 31, 2019 filed with the SEC on May 11, 2020, which are incorporated by reference herein. Our results of operations for the periods presented below are not indicative of those expected in any future periods.

| Balance Sheet Data (in thousands) | 3/31/2020 | | 12/31/2019 | |
|---|------------------|--------|-------------------|--------|
| Total real estate assets, at cost | \$ | 77,840 | \$ | 77,173 |
| Total real estate assets, net | \$ | 71,687 | \$ | 72,482 |
| Total assets | \$ | 93,215 | \$ | 89,571 |
| Notes payable, net | \$ | 24,269 | \$ | 18,317 |
| Total liabilities | \$ | 27,265 | \$ | 22,966 |
| Total special limited partnership interests | \$ | 1 | \$ | 1 |
| Total stockholders’ equity | \$ | 65,949 | \$ | 66,604 |

| Operating Data (in thousands, except per share data) | Three Months Ended March 31, | | | |
|---|-------------------------------------|--------|-------------|--------|
| | 2020 | | 2019 | |
| Total revenues | \$ | 3,369 | \$ | 1,582 |
| Net loss | \$ | (438) | \$ | (261) |
| Net loss per common share – basic and diluted | \$ | (0.05) | \$ | (0.07) |

| Other Data (in thousands) | Three Months Ended March 31, | |
|---|------------------------------|------------|
| | 2020 | 2019 |
| Cash flow provided by (used in) | | |
| Operating activities | \$ (1,184) | \$ 459 |
| Investing activities | \$ (4,479) | \$ (4,382) |
| Financing activities | \$ 5,840 | \$ (602) |
| Distributions paid in cash | \$ 771 | \$ 305 |
| Distributions declared for common shares (1) | \$ 1,364 | \$ 737 |
| Weighted average number of common shares outstanding, basic and diluted | \$ 8,567 | \$ 3,774 |
| FFO (2) | \$ 1,160 | \$ 681 |
| MFFO (2) | \$ 1,176 | \$ 683 |

- (1) We paid our first monthly distribution payment in January 2017. See “Distribution Policy”.
- (2) GAAP basis accounting for real estate utilizes historical cost accounting and assumes real estate values diminish over time. In an effort to overcome the difference between real estate values and historical cost accounting for real estate assets, the Board of Governors of the National Association of Real Estate Investment Trusts, or NAREIT, established the measurement tool of funds from operations (“FFO”). Since its introduction, FFO has become a widely used non-GAAP financial measure among REITs. Additionally, we use modified funds from operations (“MFFO”) as defined by the Investment Program Association as a supplemental measure to evaluate our operating performance. MFFO is based on FFO but includes certain adjustments we believe are necessary due to changes in accounting and reporting under GAAP since the establishment of FFO. Neither FFO nor MFFO should be considered as alternatives to net loss or other measurements under GAAP as indicators of our operating performance, nor should they be considered as alternatives to cash flow from operating activities or other measurements under GAAP as indicators of liquidity. For additional information on how we calculate FFO and MFFO and a reconciliation of FFO and MFFO to net loss, see Item 7, “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Funds From Operations and Modified Funds From Operations.”

Our Performance – Funds From Operations and Modified Funds From Operations

Funds From Operations, or FFO, is a non-GAAP financial measure defined by the National Association of Real Estate Investment Trusts (“NAREIT”), an industry trade group, which we believe is an appropriate supplemental measure to reflect the operating performance of a real estate investment trust, or REIT in conjunction with net income. FFO is used by the REIT industry as a supplemental performance measure. FFO is not equivalent to our net income or loss as determined under GAAP.

We define FFO, a non-GAAP measure, consistent with the standards established by the White Paper on FFO approved by the Board of Governors of NAREIT, as revised in February 2004, or the White Paper. The White Paper defines FFO as net income or loss computed in accordance with GAAP, excluding gains or losses from sales of property and asset impairment write-downs, plus depreciation and amortization, and after adjustments for unconsolidated partnerships and joint ventures. Adjustments for unconsolidated partnerships and joint ventures are calculated to reflect FFO. Our FFO calculation complies with NAREIT’s policy described above.

We define MFFO, a non-GAAP measure, consistent with the IPA’s Guideline 2010-01, Supplemental Performance Measure for Publicly Registered, Non-Listed REITs: Modified Funds from Operations, or the Practice Guideline, issued by the IPA in November 2010. The Practice Guideline defines MFFO as FFO further adjusted for the following items, as applicable, included in the determination of GAAP net income: acquisition fees and expenses; amounts relating to deferred rent receivables and amortization of above and below market leases and liabilities (which are adjusted in order to reflect such payments from a GAAP accrual basis to a cash basis of

disclosing the rent and lease payments); accretion of discounts and amortization of premiums on debt investments; mark-to-market adjustments included in net income; nonrecurring gains or losses included in net income from the extinguishment or sale of debt, hedges, foreign exchange, derivatives or securities holdings where trading of such holdings is not a fundamental attribute of the business plan, unrealized gains or losses resulting from consolidation from, or deconsolidation to, equity accounting, and after adjustments for consolidated and unconsolidated partnerships and joint ventures, with such adjustments calculated to reflect MFFO on the same basis. The accretion of discounts and amortization of premiums on debt investments, nonrecurring unrealized gains and losses on hedges, foreign exchange, derivatives or securities holdings, unrealized gains and losses resulting from consolidations, as well as other listed cash flow adjustments are adjustments made to net income in calculating the cash flows provided by operating activities and, in some cases, reflect gains or losses which are unrealized and may not ultimately be realized.

Presentation of this information is intended to provide useful information to investors as they compare the operating performance of different REITs, although it should be noted that not all REITs calculate FFO and MFFO the same way, so comparisons with other REITs may not be meaningful. FFO and MFFO are not necessarily indicative of cash flow available to fund cash needs and should not be considered as an alternative to net income (loss) or income (loss) from continuing operations as an indication of our performance, as an alternative to cash flows from operations as an indication of its liquidity, or indicative of funds available to fund its cash needs including its ability to make distributions to its stockholders. FFO and MFFO should be reviewed in conjunction with other GAAP measurements as an indication of our performance. MFFO is useful in assisting management and investors in assessing the sustainability of operating performance in future operating periods, and in particular, after the offering and acquisition stages are complete and net asset value is disclosed. FFO and MFFO are not useful measures in evaluating net asset value because impairments are taken into account in determining net asset value but not in determining FFO or MFFO.

Neither the SEC, NAREIT nor any other regulatory body has passed judgment on the acceptability of the adjustments that we use to calculate FFO or MFFO. In the future, the SEC, NAREIT, or another regulatory body may decide to standardize the allowable adjustments across the non-listed REIT industry and as a result we may have to adjust our calculation and characterization of FFO or MFFO.

The table below summarizes our calculation of FFO and MFFO for the three months ended March 31, 2020 and 2019 and a reconciliation of such non-GAAP financial performance measures to our net loss, in thousands:

| | Three Months Ended March 31, | |
|---|-------------------------------------|---------------|
| | 2020 | 2019 |
| Net loss | \$ (438) | \$ (261) |
| Depreciation and amortization of real estate assets | 1,462 | 636 |
| FFO attributable to unconsolidated entity, Hartman SPE, LLC (1) | 136 | 306 |
| Funds from operations (FFO) | 1,160 | 681 |
| Organization and offering costs | 16 | 2 |
| Modified funds from operations (MFFO) | <u>\$ 1,176</u> | <u>\$ 683</u> |

(1) For the three months ended March 31, 2020 and 2019, Hartman SPE, LLC had a net loss of \$989,000 and \$7,453,000, respectively, depreciation and amortization expense of \$6,491,000 and \$6,450,000, respectively, and FFO of \$5,502,000 and \$6,443,000. The Company's weighted average ownership interest in Hartman SPE, LLC for the three months ended March 31, 2020 and 2019 was 2.47% and 4.75%, respectively.

Our Tangible Net Book Value Per Share

As of March 31, 2020, our net tangible book value per share was \$7.65 compared to our public offering price of \$11.44 and \$10.95 per share for the Company's Class A and Class T common stock. Our net tangible book value per share of our common stock was determined by dividing the net book value of our tangible assets net of our total

liabilities as of March 31, 2020 by the number of shares of our common stock outstanding as of March 31, 2020. Net tangible book value is used generally as a conservative measure of net worth that we do not believe reflects our estimated value per share. Net tangible book value is not intended to reflect the value of our assets upon our orderly liquidation in accordance with our investment objectives. However, net tangible book value does reflect certain dilution in value of our common stock from the issue price as a result of (1) accumulated depreciation and amortization of real estate investments, (2) fees paid in connection with our public offerings and (3) the fees and expenses paid to our Advisor and its affiliates in connection with the selection, acquisition and management of our investments. Additionally, investors who purchased shares in our public offering will experience dilution in the percentage of their equity investment in us as we sell additional common shares in the future pursuant to our public offering, if we sell securities that are convertible into shares of our common stock or if we issue shares upon the exercise of options, warrants or other rights.

Information Regarding Our Indebtedness

As of March 31, 2020 and December 31, 2019, we had total outstanding indebtedness of \$24,621,000 and \$18,520,000, respectively. As of March 31, 2020 and December 31, 2019, respectively, our leverage ratio, or the ratio of our total debt to total real estate assets at cost plus cash and cash equivalents, was 32% and 24%. Our debt-to-net asset ratio, defined as our total debt as a percentage of our total assets less total liabilities, was approximately 37% and 28%.

Richardson Tech Center Mortgage

Our wholly owned subsidiary, Hartman Richardson Tech Center, LLC, is a party to a \$3,570,000, three-year mortgage loan agreement with a bank. The mortgage loan is secured by the Richardson Tech Center Property. The interest rate is one-month LIBOR plus 2.75%. The loan is payable in monthly installments of interest only until the initial maturity date which is March 14, 2021. The outstanding balance of the mortgage is \$2,520,000 as of March 31, 2020. Subject to the provisions of the mortgage loan agreement, an additional \$1,050,000 of loan proceeds may be funded prior to other maturity date of the loan. The interest rate as of March 31, 2020 and December 31, 2019 was 3.74% and 4.55%, respectively.

East West Bank Master Loan Agreement

On December 27, 2018, we entered into a \$20 million master loan agreement with a bank (the "EWB Credit Facility"). The MCFA is secured by the Spectrum Building, the 11211 Katy Freeway Building, the 1400 Broadfield Building, the 16420 Park Ten Building and the 7915 FM 1960 Building. The EWB Credit Facility note bears interest at the bank's prime rate less 0.10%. Payment of interest only is required in monthly installments until the initial maturity date, which is December 27, 2021. The outstanding balance of the loan agreement was \$19,500,000 and \$16,000,000 as of March 31, 2020 and December 31, 2019, respectively. The interest rate of March 31, 2020 was 2.75% and the amount available to be borrowed was \$500,000.

On March 10, 2020, the Company entered into a second \$20 million master credit facility agreement ("MCFA II") with East West Bank. The Village Pointe and Accesso Portfolio properties are collateral security for the credit facility. The initial loan availability under the credit agreement is \$13,925,000. The credit agreement matures on March 9, 2023. The initial interest rate and the interest rate as of March 31, 2020 was 3.75%. After the initial interest period, the interest rate resets to Prime minus 50 basis points. The outstanding balance under the MCFA II was \$2,601,000 as of March 31, 2020 and the amount available to be borrowed was \$11,324,000.

Information Regarding Our Distributions

We paid our first cash and stock distributions distribution on January 20, 2017. Our Current distribution rate is \$0.65 per Class A Common share and \$0.54 per Class T Common share. Our distributions are authorized quarterly and paid monthly.

The following table reflects the total distributions paid in cash and issued in shares of our common stock for the period from January 2017 (the month the Company first paid distributions) through March 31, 2020:

| Period | Cash | DRP & Stock | Total |
|---------------------|---------------------|---------------------|---------------------|
| First Quarter 2017 | \$ 27,000 | \$ 19,000 | \$ 46,000 |
| Second Quarter 2017 | 62,000 | 72,000 | 134,000 |
| Third Quarter 2017 | 105,000 | 115,000 | 220,000 |
| Fourth Quarter 2017 | 127,000 | 162,000 | 289,000 |
| First Quarter 2018 | 154,000 | 192,000 | 346,000 |
| Second Quarter 2018 | 182,000 | 245,000 | 427,000 |
| Third Quarter 2018 | 215,000 | 293,000 | 508,000 |
| Fourth Quarter 2018 | 237,000 | 345,000 | 582,000 |
| First Quarter 2019 | 305,000 | 388,000 | 693,000 |
| Second Quarter 2019 | 388,000 | 484,000 | 872,000 |
| Third Quarter 2019 | 499,000 | 646,000 | 1,145,000 |
| Fourth Quarter 2019 | 746,000 | 629,000 | 1,375,000 |
| First Quarter 2020 | 771,000 | 543,000 | 1,314,000 |
| Total | \$ 3,818,000 | \$ 4,133,000 | \$ 7,951,000 |

Distributions are paid on a monthly basis. Distributions for all record dates of a given month are paid approximately 20 days following the end of such month.

For the three months ended March 31, 2020, we paid aggregate distributions of \$1,314,000, including distributions paid in shares of common stock pursuant to our distribution reinvestment plan. During the same period, cash used in operating activities was \$1,184,000, our net loss was \$438,000 and our FFO was \$1,160,000. For the three months ended March 31, 2020, 90% of distributions were paid from net cash provided by operating activities.

For the year ended December 31, 2019, we paid aggregate distributions of \$4,084,000, including \$1,937,000 of distributions paid in cash and \$2,147,000 issued in common stock as stock distributions and pursuant to our distribution reinvestment plan. During the same period, cash provided by operating activities was \$2,242,000 and our FFO was \$2,956,000. For the year ended December 31, 2019, 52% of distributions were paid from net cash provided by operating activities.

For the period from inception to March 31, 2020, we paid aggregate distributions of \$7,951,000, including stock distributions and distributions paid in shares of common stock pursuant to our distribution reinvestment plan. During this period, cash used in operating activities was \$706,000, our net loss was \$4,401,000 and our FFO was \$4,631,000. No portion of our distributions for the period from inception to March 31, 2020 were paid from cash flow from operating activities.

Compensation Paid To Our Advisor, Affiliates and the Dealer Manager

The following data supplements and should be read in conjunction with the section of our prospectus captioned "Management Compensation."

The table below summarizes the cumulative compensation, fees and reimbursements we paid to our Advisor and its affiliates and our dealer manager for the period from September 3, 2015 (inception) to March 31, 2020:

| Type of Fee or Reimbursement | |
|---|--------------|
| Offering Stage: | |
| Selling commissions and dealer manager fees | \$ 6,274,000 |
| Organization and offering expense reimbursement | \$ 1,394,000 |
| Operational Stage: | |
| Acquisition fee | \$ 1,843,000 |
| Origination fee | \$ — |
| Debt financing fee | \$ — |
| Asset management fee | \$ 588,000 |
| Property management fees and reimbursements | \$ 1,266,000 |
| Operating expense reimbursement | \$ — |
| Acquisition expense reimbursement | \$ — |
| Disposition Stage: | |
| Disposition fee | \$ — |

Information Regarding Redemption of Our Common Stock

As of March 31, 2020, we have redeemed 23,433 shares of our common stock pursuant to our redemption plan.

Information on Experts

The consolidated financial statements of Hartman vREIT XXI, Inc. and Subsidiaries, appearing in our Annual Report on Form 10-K/A as of December 31, 2019 and 2018 and for the years ended December 31, 2019 and 2018, have been audited by Weaver and Tidwell, L.L.P., an independent registered public accounting firm, as set forth in their report thereon included therein, and incorporated herein by reference. Such consolidated financial statements are incorporated herein by reference on the reliance upon such report given on the authority of such firm as experts in accounting and auditing.

Laporte CPAs and Business Advisors, an independent accounting and advisory firm, provided valuation services in the form of a report of concluded values for real estate properties owned by the Company and other Hartman affiliates in which the Company has an equity interest. Laporte CPAs concluded value report with respect to each of our properties as of December 31, 2019 and properties owned by Hartman SPE LLC, Hartman Income REIT, Inc. and Hartman Short Term Income Properties XX, Inc., was used by our advisor to calculate the number provided for “Estimated fair value of Hartman SPE real estate” included in this prospectus under the caption “Determination of Estimated NAV Per Share.” Such numbers are included in this Prospectus given the authority of such firm as an expert in real estate valuations and appraisals. Laporte CPAs did not calculate our estimated NAV per share.

Incorporation of Certain Information by Reference

We have elected to “incorporate by reference” certain information into this prospectus. By incorporating by reference, we are disclosing important information to you by referring you to documents we have filed separately with the SEC. The information incorporated by reference is deemed to be part of this prospectus, except for information incorporated by reference that is superseded by information contained in the prospectus. You can access documents that are incorporated by reference into this prospectus at our website at www.hartmaninvestment.com. There is additional information about us and our Advisor and its affiliates at the website, but unless specifically incorporated by reference herein as described in the paragraphs below, the contents of that site are not incorporated by reference in or otherwise a part of the prospectus. Our website can also be accessed at www.hartmanreits.com.

The following documents filed with the SEC are incorporated by reference in this prospectus (Commission File No. 333-232308), except for any document or portion thereof deemed to be “furnished” and not filed in accordance with SEC rules:

- Quarterly Report on Form 10-Q filed with the SEC on June 8, 2020;
- Annual Report on Form 10-K/A filed with the SEC on May 11, 2020;
- Quarterly Report on Form 10-Q filed with the SEC on November 14, 2019;
- Quarterly Report on Form 10-Q filed with the SEC on August 15, 2019;
- Quarterly Report on Form 10-Q filed with the SEC on May 15, 2019;
- Current Report on Form 8-K filed with the SEC on May 19, 2020;
- Current Report on Form 8-K filed with the SEC on May 14, 2020;
- Current Report on Form 8-K/A filed with the SEC on April 20, 2020;
- Current Report on Form 8-K filed with the SEC on March 30, 2020;
- Current Report on Form 8-K/A filed with the SEC on January 10, 2020;
- Current Report on Form 8-K filed with the SEC on December 18, 2019;
- Current Report on Form 8-K filed with the SEC on December 13, 2019;
- Current Report on Form 8-K filed with the SEC on November 27, 2019;
- Current Report on Form 8-K filed with the SEC on October 8, 2019;
- Current Report on Form 8-K filed with the SEC on September 30, 2019;
- Current Report on Form 8-K filed with the SEC on August 19, 2019;
- Current Report on Form 8-K filed with the SEC on August 9, 2019;
- Current Report on Form 8-K/A filed with the SEC on March 12, 2019;
- Current Report on Form 8-K filed with the SEC on March 7, 2019;
- Current Report on Form 8-K filed with the SEC on January 17, 2019; and
- Current Report on Form 8-K filed with the SEC on January 3, 2019;

We will provide to each person, including any beneficial owner of shares of our common stock, to whom this prospectus is delivered and upon request, a copy of any or all of the information we have incorporated by reference into this prospectus but not delivered with this prospectus. To receive a free copy of any of the documents incorporated by reference in this prospectus, other than exhibits, unless they are specifically incorporated by reference in those documents, call or write us at:

Hartman vREIT XXI, Inc.
2909 Hillcroft, Suite 420, Houston, Texas 77057
(800) 880-2212
Attention: Investor Relations

The information relating to us contained in this prospectus does not purport to be comprehensive and should be read together with the information contained in the documents incorporated or deemed to be incorporated by reference in this prospectus.