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

Post-Effective Amendment No. 27

to

Form S-11

**FOR REGISTRATION UNDER THE SECURITIES ACT OF 1933
OF SECURITIES OF CERTAIN REAL ESTATE COMPANIES**

Ares Real Estate Income Trust Inc.

(Exact name of registrant as specified in its charter)

**One Tabor Center, 1200 Seventeenth Street, Suite 2900
Denver, Colorado 80202
(303) 228-2200**

(Address, including zip code and telephone number, including area code, of the registrant's principal executive offices)

**Jeffrey W. Taylor
Partner, Co-President
Ares Real Estate Income Trust Inc.
One Tabor Center, 1200 Seventeenth Street, Suite 2900
Denver, Colorado 80202
(303) 228-2200**

(Name, address, including zip code and telephone number, including area code, of agent for service)

Copies to:

**Robert H. Bergdolt, Esq.
Christopher R. Stambaugh, Esq.
DLA Piper LLP (US)
4141 Parklake Avenue, Suite 300
Raleigh, North Carolina 27612-2350
(919) 786-2000**

Approximate date of commencement of proposed sale to the public: This post-effective amendment is being filed pursuant to Rule 462(d) under the Securities Act and will be effective upon filing.

If any of the Securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act, check the following box: ☒

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☒ Registration No. 333-252212

If delivery of this prospectus is expected to be made pursuant to Rule 434, check the following box. ☐

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act (Check One):

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
Non-accelerated filer	<input checked="" type="checkbox"/>			Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act. ☐

Explanatory Note

This Post-Effective Amendment No. 27 to the Registration Statement on Form S-11 (No. 333-252212) is filed pursuant to Rule 462(d) solely to add certain exhibits not previously filed with respect to such Registration Statement.

PART II. Information Not Required in Prospectus

Item 36. Financial Statements and Exhibits

- (b) Exhibits. The following exhibits are filed as part of this Registration Statement:

<u>Exhibit Number</u>	<u>Description</u>
99.1	<u>Consent of Altus Group U.S. Inc.</u>

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-11 and has duly caused this Post-Effective Amendment No. 27 to Form S-11 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Denver, State of Colorado, on April 15, 2024.

ARES REAL ESTATE INCOME TRUST INC.

By: /s/ JEFFREY W. TAYLOR

Jeffrey W. Taylor
Partner, Co-President
(Principal Executive Officer)

Pursuant to the requirements of the Securities Act of 1933, this Form S-11 registration statement has been signed by the following persons in the following capacities on April 15, 2024.

<u>Signature</u>	<u>Title</u>
<u>*</u>	Chairman of the Board and Director
<u>David A. Roth</u>	
<u>*</u>	Director
<u>Rajat Dhanda</u>	
<u>*</u>	Director
<u>Charles B. Duke</u>	
<u>*</u>	Director and Partner, Co-President
<u>Jay W. Glaubach</u>	
<u>*</u>	Director
<u>Brian P. Mathis</u>	
<u>*</u>	Director
<u>Daniel J. Sullivan</u>	
<u>*</u>	Director
<u>John P. Woodberry</u>	
<u>/s/ JEFFREY W. TAYLOR</u>	Partner, Co-President
<u>Jeffrey W. Taylor</u>	(Principal Executive Officer)
<u>/s/ TAYLOR M. PAUL</u>	Managing Director, Chief Financial Officer and Treasurer
<u>Taylor M. Paul</u>	(Principal Financial Officer and Principal Accounting Officer)
<u>*By: /s/ TAYLOR M. PAUL</u>	Attorney-in-Fact
<u>Taylor M. Paul</u>	

CONSENT OF INDEPENDENT VALUATION ADVISOR

We hereby consent to the reference to our name and the description of our role in the valuation process described in the heading “March 31, 2024 NAV Per Share” in the Current Report on Form 8-K of Ares Real Estate Income Trust Inc., filed by the Ares Real Estate Income Trust Inc. with the Securities and Exchange Commission on the date hereof, being incorporated by reference in (i) the Registration Statement on Form S-3 (No. 333-230311) of Ares Real Estate Income Trust Inc., and the related prospectus, and (ii) the Registration Statement on Form S-8 (No. 333-194237) of Ares Real Estate Income Trust Inc. We also hereby consent to the same information and the reference to our name in the heading “Experts” being included in the prospectus related to the Registration Statement on Form S-11 (File No. 333-252212) of Ares Real Estate Income Trust Inc. In giving such consent, we do not thereby admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act of 1933.

April 15, 2024

/s/ Altus Group U.S. Inc.
Altus Group U.S. Inc.
