

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

HMS Income Fund, 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:

EXPLANATORY NOTE

HMS Income Fund, Inc. (the "Company") sent a letter to certain stockholders of record to encourage participation on the proposals included in the proxy materials for its 2020 annual meeting of stockholders (the "Annual Meeting"). Included herein is a copy of the letter and accompanying proxy materials.



HMS Income Fund, Inc.

HELP US AVOID ADJOURNMENT
URGENT REQUEST REGARDING OUR ANNUAL STOCKHOLDER MEETING



Scan the code with your phone's camera to hear an important message from HMS.

Dear Stockholder:

I am reaching out in an attempt to encourage your participation on an important proposal. You are one of our largest shareholders who has not yet voted and your participation matters to us.

Your participation is vitally needed as quickly as possible in order to avoid adjournment and additional costs associated with your investment.

The HMS Income Fund, Inc. ("HMS") Board of Directors unanimously recommends that all HMS stockholders vote **FOR** both proposals – **the approval of directors and the approval of a new investment advisory agreement**. Under the new investment advisory agreement, which requires stockholder approval to be effective, the subsidiary of Main Street Capital Corporation ("Main Street") that currently serves as HMS's sub-advisor would become sole advisor of HMS. We believe Main Street's experience in managing one of the top-performing publicly-traded business development companies in the market, with a proven track record over its thirteen years as a public company, will serve HMS investors well. Additionally, HMS stockholders would benefit from a reduction in HMS's fee structure once the new advisory agreement is approved, as the annual asset management fee would be reduced from 2.00% to 1.75%. Please refer to your proxy materials for more details.

Additional participation is needed and your vote is more important than ever. Please ensure that your shares are represented at this meeting by voting through one of the methods listed below. Please note that abstaining or withholding your vote on the new advisory agreement is equivalent to a vote against this important proposal.

If you have any questions or need assistance in submitting your proxy to vote your shares, please call 1-888-444-0561 to speak with a proxy specialist.

Janice Walker

Janice E. Walker
Chairman, President and Chief Executive Officer



ONLINE

WWW.PROXYVOTE.COM/HMIF
Please have your proxy card in hand when accessing the website. There are easy-to-follow directions to help you complete the electronic voting instruction form.



PHONE

WITHOUT A PROXY CARD
Call 1-888-444-0561
Monday to Friday, 9:00 a.m. to 9:00 p.m. ET to speak with a proxy specialist.

WITH A PROXY CARD
Call 1-800-690-6903 with a touch-tone phone to vote using an automated system.



MAIL

VOTE PROCESSING
Mark, sign and date your ballot and return it in the postage-paid envelope provided.

SAMPLE-LTR



HMS Income Fund, Inc.

Help Us Avoid Adjournment

Vote Your Shares Now



Access material online at www.proxyvote.com/hmif

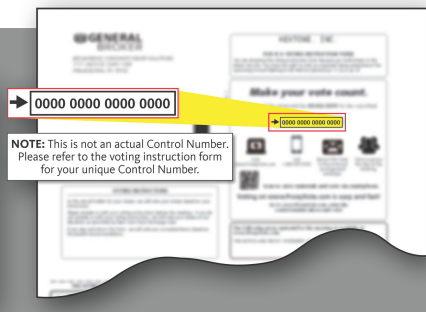
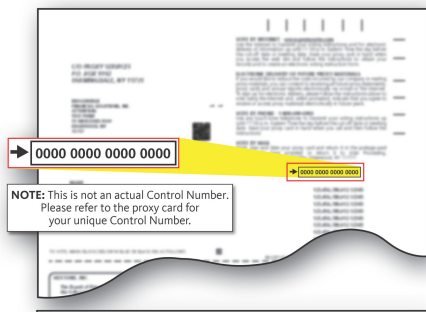
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HMS Income Fund, Inc.

Your vote is very important

The annual stockholder meeting of HMS Income Fund, Inc. will be held on October 9, 2020. Whether or not you plan to attend, your vote is very important. You can authorize a proxy to vote your shares by internet, telephone, or mail.

Simply follow the instructions on the enclosed form. For your convenience, we've highlighted where you can find your unique Control Number. If you have any questions or need assistance, please call 1-888-444-0561.



THREE WAYS TO VOTE



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