

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

Schedule 14A Information

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No. ____)

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 under § 240.14a-12

Greystone Housing Impact Investors LP

(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 all boxes that apply):

☒ No fee required

☐ Fee paid previously with preliminary materials

☐ Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11

PLEASE VOTE TODAY

May 28, 2025

Dear Beneficial Unit Certificate Holder,

Your opportunity to vote on an important proposal affecting Greystone Housing Impact Investors LP (the "Partnership") expires in just a matter of weeks. According to our latest records, we have not received your voting instructions for the Partnership's Consent Solicitation which is set to expire at 11:59 p.m. EDT on June 16, 2025. **Your vote is extremely important, and it is critical that we hear from you, so please vote at your earliest convenience.** If you have responded already, thank you for your time.

The definitive Consent Solicitation Statement we filed with the Securities and Exchange Commission on April 30, 2025 invites you to vote on a proposal to approve and adopt an amendment to the Amended and Restated Greystone Housing Impact Investors LP 2015 Equity Incentive Plan (the "Incentive Plan") to extend the term of the Incentive Plan to June 24, 2027. For the reasons set forth in the Consent Solicitation Statement, the Board of Managers of Greystone AF Manager, LLC, which is the general partner of the general partner of the Partnership, unanimously recommends that you vote **"FOR"** the approval of the Incentive Plan amendment proposal. In addition, leading third party proxy advisory firm Institutional Shareholder Services recommends that the Partnership's Beneficial Unit Certificate holders vote **"FOR"** the proposal.

Please vote via the internet or phone as soon as possible. Alternatively, if you received consent solicitation materials by mail, please sign, date, and return your consent form in the envelope provided in your consent solicitation package. For further information on how to vote, see below under "Three Easy Ways to Vote."

Once you have made a voting decision, the voting process only takes a few moments. If you need assistance voting your Beneficial Unit Certificates, please call D.F. King & Co. toll-free at (888) 644-5854 or send an email to GHI@dfking.com. On behalf of Greystone Housing Impact Investors LP, we thank you for your cooperation and continued support.

Sincerely,

/s/ Kenneth C. Rogozinski

Kenneth C. Rogozinski
Chief Executive Officer

THREE EASY WAYS TO VOTE



Please call the toll-free number listed on your voting instruction form and follow the instructions provided. **1-800-690-6903**



Please access the website listed on your voting instruction form and follow the instructions provided. **www.proxyvote.com**



Please mark, sign, date and promptly return the voting instruction form in the postage-paid envelope provided.
