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Wheeler Real Estate Investment Trust, Inc. Form 8-K August 18, 2016

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES AND EXCHANGE ACT OF 1934
Date of report (date of earliest event reported): August 18, 2016

WHEELER REAL ESTATE INVESTMENT TRUST, INC.

(Exact name of registrant as specified in its charter)

Maryland 001-35713 45-2681082 (State or Other Jurisdiction of Incorporation) (Commission (IRS Employer File Number) Identification No.)

2529 Virginia Beach Blvd., Suite 200

Virginia Beach, VA 23452

Registrant's telephone number, including area code: (757) 627-9088

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- "Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- "Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- "Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- "Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 8.01 OTHER EVENTS.

On August 18, 2016, the Registrant issued a press release announcing the declaration of a monthly cash dividend of \$0.0175 per share of common stock to shareholders of record on August 31, 2016. The Registrant expects to pay the dividend on or about September 30, 2016.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial statement of businesses acquired. Not applicable.

(b) Pro forma financial information.

Not applicable.

(c) Shell company transactions.

Not Applicable.

(d) Exhibits.

Press release dated August 18, 2016, announcing the payment, on or about September 30, 2016, of a monthly

99.1 cash

share of common stock declared to shareholders of record on August 31, 2016.

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Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WHEELER REAL ESTATE INVESTMENT TRUST, INC.

By: /s/ Jon S. Wheeler Jon S. Wheeler Chairman and Chief Executive Officer Dated: August 18, 2016

EXHIBIT INDEX

Number Description of Exhibit
Press release dated
August 18, 2016,
announcing the payment,
on or about September
30, 2016, of a monthly
cash dividend of \$0.0175

99.1 30, 2016, of a monthly cash dividend of \$0.0175 per share of common stock declared to shareholders of record on August 31, 2016.