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Wheeler Real Estate Investment Trust, Inc. Form 8-K February 17, 2017

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 EXCHANGE ACT OF 1934
Date of report (date of earliest event reported): February 16, 2017

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 February 16, 2017, 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 February 28, 2017. The Registrant expects to pay the dividend on or about March 31, 2017.

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

February 16,

2017,

announcing

the payment,

on or about

March 31,

2017, of a

99.1 monthly cash

dividend of

\$0.0175 per

share of

common

stock

declared to

shareholders

of record on

February 28,

2017.

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SIGNATURE

Pursuant to the requirements of the Securities 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: February 17, 2017

EXHIBIT INDEX

Number Description of Exhibit
Press release dated
February 16, 2017,
announcing the payment,
on or about March 31,
2017, of a monthly cash

99.1 dividend of \$0.0175 per share of common stock declared to shareholders of record on February 28, 2017.