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Wheeler Real Estate Investment Trust, Inc. Form 8-K January 16, 2015

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): January 15, 2015

WHEELER REAL ESTATE INVESTMENT TRUST, INC.

(Exact name of registrant as specified in its charter)

Maryland 001-35713 45-2681082 (State or Other Jurisdiction (Commission (IRS Employer of Incorporation) 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 January 15, 2015, Wheeler Real Estate Investment Trust, Inc. ("Wheeler") issued a press release announcing the payment of a monthly cash dividend of \$0.035 per share of common stock to record holders on January 31, 2015. Wheeler expects to pay the dividend on or about February 28, 2015.

On January 16, 2015, Wheeler issued a press release announcing an overview of acquisition and operation activity for 2014.

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 January 15, 2015, announcing the payment, on or about February 28, 2015, of a monthly cash dividend of \$0.035 per share of common stock to record holders on January 31, 2015.
- Press release, dated January 16, 2015, announcing an overview of acquisition and operation activity for 2014.

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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: January 16, 2015

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EXHIBIT INDEX

99.1

Number Description of Exhibit

Press release, dated January 15, 2015, announcing the payment, on or about February 28,

2015, of a monthly cash dividend of \$0.035 per share of common stock to record holders on

January 31, 2015.

Press release, dated January 16, 2015, announcing an overview of acquisition and operation

activity for 2014.