Wheeler Real Estate Investment Trust, Inc. Form 8-K February 17, 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): February 17, 2015

WHEELER REAL ESTATE INVESTMENT TRUST, INC. (Exact name of registrant as specified in its charter)

Maryland001-35713(State or Other Jurisdiction(Commissionof Incorporation)File Number)2529 Virginia Beach Blvd., Suite 200Virginia Beach, VA 23452Virginia Beach, VA 23452Registrant's telephone number, including area code: (757) 627-9088

45-2681082 (IRS Employer Identification No.)

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 17, 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 February 28, 2015. Wheeler expects to pay the dividend on or about March 31, 2015.

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.

99.1 Press release, dated February 17, 2015, announcing the payment, on or about March 31, 2015, of a monthly cash dividend of \$0.035 per share of common stock to record holders on February 28, 2015.

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: February 17, 2015

EXHIBIT INDEX	
Number	Description of Exhibit
	Press release, dated February 17, 2015, announcing the payment, on or about March 31, 2015,
99.1	of a monthly cash dividend of \$0.035 per share of common stock to record holders on February 28, 2015.