

Form 144 Filer Information

FORM 144

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549****Form 144****NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933****144: Filer Information**

Filer CIK

0001397076

Filer CCC

XXXXXXXX

Is this a LIVE or TEST Filing?

☒ LIVE ☐ TEST**Submission Contact Information**

Name

Phone

E-Mail Address

144: Issuer Information

Name of Issuer

WHEELER REAL ESTATE INVESTMENT TRUST, INC.

SEC File Number

001-35713

Address of Issuer

RIVERSERDGE NORTH
2529 VIRGINIA BEACH BLVD., SUITE 200
VIRGINIA BEACH
VIRGINIA
23452

Phone

(757) 627-9088

Name of Person for Whose Account the
Securities are To Be Sold

Stilwell Value LLC

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer

10% Stockholder

144: Securities Information

Title of the Class of Securities To Be Sold

Wheeler REIT, Inc. 7.00% Subordinated Convertible Notes due 2031

Name and Address of the Broker

Raymond James & Associates, Inc.
880 Carillon Parkway
St. Petersburg
FL
33716Number of Shares or Other Units To Be
Sold

80000

Aggregate Market Value

6403672

Number of Shares or Other Units
Outstanding

1174116

Approximate Date of Sale

11/13/2025

Name the Securities Exchange

NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class 7.00% Subordinated Convertible Notes

Date you Acquired 08/19/2021

Nature of Acquisition Transaction Subscription through rights offering

Name of Person from Whom Acquired Wheeler REIT, Inc.

Is this a Gift?



Date Donor Acquired

Amount of Securities Acquired

999995

Date of Payment

08/13/2021

Nature of Payment

Wire

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller Stilwell Value LLC
111 Broadway
12th Floor
New York
NY
10006

Title of Securities Sold Wheeler REIT, Inc. 7.00% Subordinated Convertible Notes due 2031

Date of Sale 09/30/2025

Amount of Securities Sold 469

Gross Proceeds 53734.60

144: Remarks and Signature

Remarks

Date of Notice

11/13/2025

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature Corissa B. Porcelli

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)