

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. Series D Cumulative Convertible Preferred Stock
Name and Address of the Broker	Raymond James & Associates, Inc.
880 Carillon Parkway
St. Petersburg
FL
33716
Number of Shares or Other Units To Be Sold	15000
Aggregate Market Value	558750
Number of Shares or Other Units Outstanding	1519144
Approximate Date of Sale	12/23/2025
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	Wheeler REIT, Inc. Series D Cumulative Convertible Preferred Stock	
Date you Acquired	12/31/2024	
Nature of Acquisition Transaction	Shares received in lieu of interest payment	
Name of Person from Whom Acquired	Wheeler Real Estate Investment Trust, Inc.	
Is this a Gift?	☐	Date Donor Acquired
Amount of Securities Acquired	63703	
Date of Payment	12/31/2024	
Nature of Payment	Interest payment received	

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.

144: Securities To Be Sold

Title of the Class	Wheeler REIT, Inc. Series D Cumulative Convertible Preferred Stock	
Date you Acquired	06/30/2025	
Nature of Acquisition Transaction	Shares received in lieu of interest payment	
Name of Person from Whom Acquired	Wheeler Real Estate Investment Trust, Inc.	
Is this a Gift?	☐	Date Donor Acquired
Amount of Securities Acquired	47629	
Date of Payment	06/30/2025	
Nature of Payment	Interest payment received	

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

Nothing to Report	☒
-------------------	-------------------------------------

144: Remarks and Signature

Remarks	
Date of Notice	12/23/2025

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)