
UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A

**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): May 3, 2016

WHEELER REAL ESTATE INVESTMENT TRUST, INC.

(Exact name of registrant as specified in its charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

001-35713
(Commission
File Number)

45-2681082
(IRS Employer
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))
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EXPLANATORY NOTE

As set forth in the original 8-K filed on May 3, 2016 under Items 1.02 and 5.02, the employment of Wheeler Real Estate Investment Trust, Inc.'s (the "Company") Chief Operating Officer, Steven Belote was to terminate on July 31, 2016, and his employment agreement dated March 14, 2016 would terminate as of such date. However, the parties have mutually agreed that the employment of Steven Belote and his employment agreement dated March 14, 2016 will now terminate on June 30, 2016. This amended Current Report on Form 8-K updates the termination date of Mr. Belote's employment to June 30, 2016.

ITEM 1.02 TERMINATION OF A MATERIAL DEFINITIVE AGREEMENT.

As described in Item 5.02 of this amended Current Report on Form 8-K, the Company's employment of Steven Belote, its Chief Operating Officer will end on June 30, 2016, and his employment agreement dated March 14, 2016 will terminate as of such date. Mr. Belote's employment agreement provides for certain severance payments and benefits following the termination of his employment. To the extent required by Item 1.02 of Form 8-K, the information contained or incorporated by reference in Item 5.02 of this amended Current Report on Form 8-K regarding Mr. Belote is incorporated herein by reference to this Item 1.02.

ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS, COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On May 3, 2016, the Company eliminated the position of Chief Operating Officer currently held by Mr. Belote, which will now be effective June 30, 2016. Accordingly, Mr. Belote's employment with the Company will end on June 30, 2016.

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: June 8, 2016