

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Notice of Effectiveness**

**Effectiveness Date:** August 24, 2016  
**Accession Number:** 0001193125-16-689998  
**Submission Type:** POS AM

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**CIK:** 0001527541  
**Company Name:** Wheeler Real Estate Investment Trust, Inc.  
**File Number:** 333-206014