Wheeler Real Estate Investment Trust, Inc. Form 4 September 19, 2016

September 19	9, 2010										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB AF OMB Number:	PROVAL 3235-0287		
Check this box									January 31,		
if no long subject to Section 1 Form 4 or	51AIE 6.	ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES							Expires: Estimated a burden hou response	2005 average rs per	
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, bligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940											
(Print or Type R	Responses)										
1. Name and Address of Reporting Person <u>*</u> Graham Wilkes Jackson			2. Issuer Name and Ticker or Trading Symbol Wheeler Real Estate Investment					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) WHEELER RIVERSED	Trust, Inc. [WHLR] 3. Date of Earliest Transaction (Month/Day/Year) 09/19/2016					Director 10% Owner X_ Officer (give title Other (specify below) below) Chief Financial Officer					
VIRGINIA 200	BEACH BLVD	, SUITE									
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
VIRGINIA	BEACH, VA 23	452						Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	n Date 2A. Deemed Year) Execution Date, if any (Month/Day/Year)		3.4. Securities AcquiredTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)(Instr. 8)				Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock								16,892	D		
Common Stock	09/19/2016			Р	18,108	А	\$ 1.73	18,108	Ι	Held in IRA	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
Repo	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
Graham Wilkes Jackson WHEELER REAL ESTATE, RIVERSEDGE NORTH 2529 VIRGINIA BEACH BLVD, SUITE 200 VIRGINIA BEACH, VA 23452				Chief Financial Officer				
Signatures								
/s/ Wilkes J. Graham	09/19/2016							

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

**Signature of

Reporting Person