

Edgar Filing: Wheeler Real Estate Investment Trust, Inc. - Form 8-K

Wheeler Real Estate Investment Trust, Inc.
Form 8-K
October 05, 2015

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

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): September 30, 2015

WHEELER REAL ESTATE INVESTMENT TRUST, INC.
(Exact name of registrant as specified in its charter)

| | | |
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| Maryland (State or Other Jurisdiction of Incorporation) 2529 Virginia Beach Blvd., Suite 200 Virginia Beach, VA 23452 Registrant's telephone number, including area code: (757) 627-9088 | 001-35713 (Commission File Number) | 45-2681082 (IRS Employer Identification No.) |
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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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ITEM 8.01 OTHER EVENTS.

On July 29, 2015, the Registrant filed a Form 8-K to report that WHLR-Conyers Crossing, LLC, a Delaware limited liability company ("WHLR-Conyers Crossing") and a wholly-owned subsidiary of Wheeler REIT, L.P., a Virginia limited partnership of which the Registrant is the sole general partner, entered into a Shopping Center Purchase and Sale Agreement as buyer, with Ramco-Gershenson Properties, L.P., a Delaware limited liability partnership, as seller ("Seller"), for the purchase of a retail shopping center in Conyers, Georgia, commonly known as Conyers Crossing, for the sales price of Ten Million Seven Hundred Fifty Thousand and 00/100 Dollars (\$10,750,000).

On September 30, 2015, WHLR-Conyers Crossing closed the transaction and acquired Conyers Crossing for \$10,750,000.

No director, officer or affiliate of the Registrant is affiliated with the Seller.

On October 2, 2015, the Registrant filed a press release announcing the acquisition of Conyers Crossing, which is filed as Exhibit 99.1 to this Form 8-K.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial statement of businesses acquired.

The Registrant will file requisite financial information for Conyers Crossing no later than 71 calendar days after the initial filing of this Current Report on Form 8-K.

(b) Pro forma financial information.

Not applicable.

(c) Shell company transactions.

Not Applicable.

(d) Exhibits.

99.1 Press release, dated October 2, 2015, announcing the completion of the acquisition of Conyers Crossing.

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: October 5, 2015

EXHIBIT INDEX

| Number | Description of Exhibit |
|--------|---|
| 99.1 | Press release, dated October 2, 2015, announcing the completion of the acquisition of Conyers Crossing. |