

ALEXANDER ANDREW M
Form 5
February 14, 2006

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *
ALEXANDER ANDREW M

2. Issuer Name and Ticker or Trading Symbol
WEINGARTEN REALTY INVESTORS /TX/ [WRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO/PRESIDENT

2600 CITADEL PLAZA DR, #300
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
(check applicable line)

HOUSTON, TX 77008-

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | Amount | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------|--------------|--|--|---|
| Common Stock | 12/31/2005 | ^ | J ⁽¹⁾ | 920 | A | \$ 0 | 654,517.4109 | D | ^ | |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 56,250 | I | ANDREW & JULIE ALEXANDER FNDTN | |
| Common Stock | 12/31/2005 | ^ | J ⁽²⁾ | 2,072 | A | \$ 0 | 12,696.0569 | I | AS CUSTODIAN FOR | |

| | | | | | | | | | |
|--------------|---|---|---|---|---|---|------------|---|--------------------------------------|
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 667,518.75 | I | CHILDREN BY SHARED TRUST (SJA,MD,DA) |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 758.25 | I | HELD IN IRA |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 4,815 | I | STREET NAME FOR CHILDREN |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| ALEXANDER ANDREW M 2600 CITADEL PLAZA DR #300 HOUSTON, TX 77008- | ^ X | ^ | ^ | ^ CEO/PRESIDENT ^ |

Signatures

ANDREW M ALEXANDER 02/14/2006

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (2) Shares acquired through WRI Dividend Reinvestment Program for children's accounts.
- (1) Shares acquired through the Weingarten Realty Investors Employee Stock Purchase Plan in 2005 and shares acquired pursuant to the dividend reinvestment feature of the WRI Employee Stock Purchase Plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.