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WEINGARTEN REALTY INVESTORS /TX/
Form 10-Q/A
September 22, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549
FORM 10-Q/A

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2004

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 1-9876

WEINGARTEN REALTY INVESTORS

(Exact name of registrant as specified in its charter)

Texas ----- (State or other jurisdiction of incorporation or organization)	74-1464203 ----- (I.R.S. Employer Identification No.)
2600 Citadel Plaza Drive, P.O. Box 924133, Houston, Texas ----- (Address of principal executive offices)	77292-4133 ----- (Zip Code)

Registrant's telephone number, including area code: (713) 866-6000

(Former name, former address and former fiscal
year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of
1934 during the preceding 12 months (or for such shorter period that the
registrant was required to file such reports), and (2) has been subject to such

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filing requirements for the past 90 days. Yes No.

APPLICABLE ONLY TO CORPORATE ISSUERS:

Indicate by check mark whether the registrant is an accelerated filer (as defined in Exchange Act Rule 12b-2). Yes No.

As of July 30, 2004, there were 85,607,610 common shares of beneficial interest of Weingarten Realty Investors, \$.03 par value, outstanding.

PART II
 OTHER INFORMATION

This amendment on Form 10-Q/A is being filed to give effect for Item 4. Submission of Matters to a Vote of Security Holders.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

Weingarten Realty Investors held its Annual Meeting of Shareholders on April 23, 2004. For more information on the following proposals, see our proxy statement dated March 17, 2004, the relevant portions of which are incorporated herein by reference.

(1) The shareholders elected each of the nine nominees to the Board of Trust Managers for a one-year term:

TRUST MANAGER	FOR	WITHHELD
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Stanford Alexander	51,618,571	419,567
Andrew M. Alexander.	51,668,827	369,311
J. Murry Bowden.	51,448,431	589,708
James W. Crownover	50,984,554	1,053,585
Robert J. Cruikshank	50,925,867	1,112,272
Melvin A. Dow.	51,371,359	666,780
Stephen A. Lasher.	51,683,087	355,052
Douglas W. Schnitzer	51,681,769	356,369
Marc J. Shapiro.	51,165,937	872,202
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TOTAL.	462,548,402	5,794,846
	=====	=====

(2) The shareholders ratified the appointment of Deloitte & Touche LLP as our independent accountants:

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FOR	51,117,961
AGAINST	801,745
ABSTAIN	118,433

TOTAL	52,038,139
	=====

(3) The shareholders defeated a shareholder proposal on "Performance and Time-Based Restricted Shares":

FOR	9,449,215
AGAINST	26,843,788
ABSTAIN	977,291

TOTAL	37,270,294
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2

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WEINGARTEN REALTY INVESTORS

(Registrant)

BY: /s/ Andrew M. Alexander

Andrew M. Alexander
President/Chief Executive Officer
(Principal Executive Officer)

BY: /s/ Joe D. Shafer

Joe D. Shafer
Vice President/Controller
(Principal Accounting Officer)

DATE: September 22, 2004
