

WEINGARTEN REALTY INVESTORS /TX/
 Form 5
 February 05, 2016

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)
 12/31/2015

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

2600 CITADEL PLAZA DR

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

HOUSTON, TX 77008-

(City) (State) (Zip)

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

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) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount or Price | | | |
| Common Stock | 02/17/2015 | ^ | A | 22,351 (1) A \$ 35.06 | 1,008,015.4009 | D | ^ |
| Common Stock | 12/31/2015 | ^ | J | 8,821 (2) A \$ 0 | 1,016,836.4009 | D | ^ |
| Common Stock | 12/31/2015 | ^ | J | 1,839 (3) A \$ 0 | 1,018,675.4009 | D | ^ |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ | 123,827 | I | Andrew & Julie Alexander |

| | | | | | | | | | |
|--------------|---|---|---|---|---|---|------------|---|--|
| Common Stock | Â | Â | Â | Â | Â | Â | 178,274 | I | Fndtn Andrew Mark Alexander Trustee of ABA 2011 Trust |
| Common Stock | Â | Â | Â | Â | Â | Â | 178,274 | I | Andrew Mark Alexander, trustee of KBA 2011 Trust |
| Common Stock | Â | Â | Â | Â | Â | Â | 697,518.75 | I | By Shared Trust (sja,md,da) ⁽⁴⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 758.25 | I | Held In IRA for Wife |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,176 | I | UBS Trust 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 S B O E I F I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | (A) | (D) | | |

Reporting Owners

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

Signatures

/s/Andrew M.
Alexander

02/05/2016

__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).
- (1) Shares issued pursuant to the LTI program based on 10 day price average ending 12/31/2014.
- (2) 2015 - Shares acquired through the quarterly DRIP accumulation within the WRI Deferred Comp Plan at various prices.
- (3) 2015 - DRIP accumulation and purchase of ESPP for Q1 thru Q4 at various prices.
- (4) This Trust has shared voting and investment power by Messrs. Stanford Alexander, Drew Alexander and Melvin Dow.

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.