

WEINGARTEN REALTY INVESTORS /TX/  
Form S-4  
November 15, 2001

AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON NOVEMBER 15, 2001  
REGISTRATION NO. 333-

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM S-4  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933  
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WEINGARTEN REALTY INVESTORS  
(Exact name of registrant as specified in its charter)

|                                                                    |                                                     |                                         |
|--------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------|
| TEXAS                                                              | 6798                                                | 74-1464203                              |
| (State or other jurisdiction of.<br>incorporation or organization) | (Primary Standard Industrial<br>Classification No.) | (I.R.S. Employer<br>Identification No.) |

2600 CITADEL PLAZA DRIVE, SUITE 300  
HOUSTON, TEXAS 77008  
(713) 866-6000  
(Address and telephone number of principal executive offices)

ANDREW M. ALEXANDER  
CHIEF EXECUTIVE OFFICER  
2600 CITADEL PLAZA DRIVE, SUITE 300  
HOUSTON, TEXAS 77008  
(713) 866-6000  
(Name, address, including zip code, and telephone number, including area code,  
of agent for service)

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Copies to:  
BRYAN L. GOOLSBY  
GINA E. BETTS  
LOCKE LIDDELL & SAPP LLP  
2200 ROSS AVENUE, SUITE 2200  
DALLAS, TEXAS 75201  
(214) 740-8000

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC: As soon as  
practicable after this Registration Statement becomes effective.

If the securities being registered on this Form are being offered in  
connection with the formation of a holding company and there is compliance with  
General Instruction G, check the following box. [ ]

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If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. [ ] \_\_\_\_\_

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering. [ ] \_\_\_\_\_

CALCULATION OF REGISTRATION FEE

| TITLE OF EACH CLASS OF<br>SECURITIES TO BE REGISTERED | AMOUNT TO<br>BE REGISTERED | PROPOSED<br>MAXIMUM<br>OFFERING PRICE<br>PER UNIT | PROPOSED<br>MAXIMUM<br>AGGREGATE<br>OFFERING PRICE (1) | AMOUNT OF<br>REGISTRATION FE |
|-------------------------------------------------------|----------------------------|---------------------------------------------------|--------------------------------------------------------|------------------------------|
| 7% Notes due 2011                                     | \$ 200,000,000             | 99.859%                                           | \$ 199,718,000                                         | \$ 49,930                    |