

INLAND WESTERN RETAIL REAL ESTATE TRUST INC
Form 8-K
February 24, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **February 24, 2011**

INLAND WESTERN RETAIL REAL ESTATE TRUST, INC.

(exact name of registrant as specified in charter)

Maryland
(State or other
jurisdiction of
incorporation)

000-51199
(Commission File Number)

42-1579325
(IRS Employer
Identification No.)

2901 Butterfield Road, Oak Brook, Illinois
(Address of principal executive offices)

60523
(Zip Code)

Registrant's telephone number, including area code: **(630) 218-8000**

Not Applicable

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- 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 5.07 Submission of Matters to a Vote of Security Holders

On February 24, 2011, Inland Western Retail Real Estate Trust, Inc. (the Company) held a special meeting of stockholders (the Special Meeting). At the Special Meeting, the stockholders voted on (1) a proposal to approve an amendment and restatement of the Company's charter (the Charter Amendment) and (2) a proposal to permit the Board of Directors of the Company to adjourn the Special Meeting, if necessary, to solicit additional proxies in favor of the Charter Amendment proposal if there are not sufficient votes for the proposal. The foregoing proposals were described in detail in the Company's definitive proxy materials previously filed with the Securities and Exchange Commission on December 8, 2010.

All of the proposals were approved by the Company's stockholders at the Special Meeting. The voting results were as follows:

| | For | Against | Abstain | Broker Non-Votes |
|---|-------------|------------|-----------|---------------------|
| Proposal to approve the Charter Amendment | 295,000,278 | 7,283,227 | 8,882,074 | 0 |
| Proposal to adjourn the Special Meeting | 291,650,875 | 10,160,771 | 9,353,933 | 0 |

Adjournment of the Special Meeting was not necessary because there were sufficient votes at the time of the Special Meeting.

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.

**INLAND WESTERN RETAIL REAL
ESTATE TRUST, INC.**
(Registrant)

By:

/s/ Dennis K. Holland
Dennis K. Holland
General Counsel and Secretary

Date: February 24, 2011
