### WHITE B JOSEPH

Form 4

February 23, 2010

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* WHITE B JOSEPH

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

**EQUITY RESIDENTIAL [EQR]** 

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

\_X\_\_ Director 10% Owner Officer (give title Other (specify

02/23/2010

**4027 BUSINESS** 

INSTRUCTIONAL FACILITY, MC, 515 EAST GREGORY DRIVE

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

(Street) 4. If Amendment, Date Original

> \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

CHAMPAIGN, IL 61820

(City)	(State)	Zip) Table	e I - Non-D	erivative	Secui	ities Acquir	ed, Disposed of,	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	nor Dispos	4. Securities Acquired (A) or Disposed of (D) Instr. 3, 4 and 5)  (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Shares Of	02/23/2010		Code V	Amount 5,000	(D)	Price \$ 25.865	(Instr. 3 and 4)	D	
Beneficial Interest	02/23/2010		IVI	3,000	А	\$ 23.803	9,220 <u>&lt;-</u> 5	D	
Common Shares Of Beneficial Interest	02/23/2010		S	5,000	D	\$ 35.6376 (2)	4,220 (1)	D	
Common Shares Of Beneficial							56,078.492 (3)	I	SERP Account

#### Interest

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.

SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number coof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Non-qualified Stock Option (Right to Buy)	\$ 25.865	02/23/2010		M	5,000	<u>(4)</u>	05/15/2011	Common Shares Of Beneficial Interest	5,00

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WHITE B JOSEPH 4027 BUSINESS INSTRUCTIONAL FACILITY, MC 515 EAST GREGORY DRIVE CHAMPAIGN, IL 61820

X

## **Signatures**

s/ By: Yasmina Duwe, Attorney-in-fact

02/23/2010

\*\*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) Direct total includes restricted shares of the Company scheduled to vest in the future.

**(2)** 

Reporting Owners 2

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The price represents the weighted average price of the shares sold. The shares were sold within a range of \$35.63 to \$35.65. The reporting person will provide, upon request by the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price.

- (3) Represents shares owned by Principal Trust Company, as Trustee of the Equity Residential Supplemental Executive Retirement Plan, for the benefit of the reporting person.
- (4) Represents share options scheduled to vest in approximately three equal installments on November 15, 2001, May 15, 2002 and May 15, 2003.

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