Edgar Filing: EQUITY RESIDENTIAL - Form 4

-	SIDENTIAL												
Form 4 February 13,	2014												
	ГЛ									OMB AF	PROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287				
Check this box if no longer				U						Expires:	January 31,		
subject to	, SIAIEM	IENT OI	F CHAN				CIAL	. OWN	ERSHIP OF	Estimated a	2005 Iverage		
Section 1 Form 4 or				SECUI	KU	TIES				burden hours per response 0.			
Form 5 obligation	Filed purs							•	Act of 1934, 1935 or Section		0.5		
See Instruction 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940													
(Print or Type F	Responses)												
GEORGE ALAN W Symbol			er Name and Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer					
			EQUITY RESIDENTIAL [EQR]						(Check all applicable)				
(Last)	(First) (M	(liddle)	3. Date of		Fran	saction							
TWO NOR	FH RIVERSIDE		(Month/D 02/12/20	1/Day/Year) . ./2014 .					Director 10% Owner _X Officer (give title Other (specify				
PLAZA, SU			02,12,20						below) below) Executive Vice President & CIO				
	(Street)		4. If Ame	ndment, Date Original					6. Individual or Joint/Group Filing(Check				
				Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
CHICAGO,	IL 60606								_X_ Form filed by O Form filed by M Person				
(City)	(State)	(Zip)	Table	e I - Non-	Der	vivative S	ecuriti	ies Acqu	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (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)		
~				Code V	V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Shares Of Beneficial Interest	02/12/2014			S	5	5,004.9	D	\$ 58.03	11,678.099 (1)	Ι	SERP Account		
Common Shares Of Beneficial Interest									71,377.627	D			
Common Shares Of Beneficial Interest									19.0778 <u>(2)</u>	I	401(k) Plan		

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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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title			
						Exercisable	Date	inte	of		
				Code V	(A) (D)				Shares		
				0000 1	(II) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
GEORGE ALAN W TWO NORTH RIVERSIDE PLAZA, SUITE 400 CHICAGO, IL 60606			Executive Vice President & CIO					
Signatures								
s/ By: Jane Matz, Attorney-in-fact 02/13/2014								

**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) Represents shares owned by Principal Trust Company, as Trustee of the Equity Residential Supplemental Executive Retirement Plan, for the benefit of the reporting person.

Represents shares acquired through profit sharing contributions and dividend reinvestment activity in the reporting person's account with
 (2) the Equity Residential Advantage 401(k) Retirement Savings Plan, a plan qualified under Section 401(k) of the Internal Revenue Code of 1986, as amended. Such shares represent acquisitions through January 10, 2014.

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.