Edgar Filing: EQUITY RESIDENTIAL - Form 4

-	SIDENTIAL									
Form 4 March 03, 20)14									
	1 /						OMB AF	PROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-0287		
Check thi if no long	ar						Expires:	January 31, 2005		
subject to Section 1 Form 4 or	6. SIATEMENT	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES						average Jrs per		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations May continue. See Instruction 1(c). Form 5 obligations May continue. See Instruction 1(c). Form 5 obligations May continue. See Instruction 1(c). Form 5 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 (C) (C) (C) (C) (C) (C) (C) (C)										
(Print or Type F	Responses)									
1. Name and A Kaufman Iai	ddress of Reporting Person <u>*</u> n	Symbol	2. Issuer Name and Ticker or Trading mbol QUITY RESIDENTIAL [EQR]				 Relationship of Reporting Person(s) to Issuer (Check all applicable) 			
(Last)	(First) (Middle)	3. Date of Earliest Tr	3. Date of Earliest Transaction				(Check an applicable)			
TWO NORT PLAZA, SU	TH RIVERSIDE ITE 400	(Month/Day/Year) 02/28/2014	-				Director 10% Owner X Officer (give title Other (specify below) below) Chief Accounting Officer			
CHICAGO,	(Street) IL 60606	4. If Amendment, Da Filed(Month/Day/Year)	-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
						Person				
(City)	(State) (Zip)	Table I - Non-D			-	ired, Disposed of,	or Beneficial	•		
1.Title of Security (Instr. 3)	Code h/Day/Year) (Instr. 8)		(A) or	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature o Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)				
Common		Code V	Amount	(D)	Price					
Shares Of Beneficial Interest	02/28/2014	А	96.0285 (1)	А	\$ 45.9	12,758.0679 (2)	D			
Common Shares Of Beneficial Interest						366.329 <u>(3)</u>	I	401(k) Plan		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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 Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	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		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
				~	(1) (5)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		
Kaufman Ian TWO NORTH RIVERSIDE PLAZA, S CHICAGO, IL 60606	UITE 400			Chief Accounting Officer		
Signatures						
s/ By: Jane Matz, Attorney-in-fact	03/03/2014					
**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 acquired through Equity Residential's Employee Share Purchase Plan.
- (2) Direct total includes restricted shares of the Company scheduled to vest in the future.

Represents shares acquired through profit sharing contributions and dividend reinvestment activity in the reporting person's account with
 (3) 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.