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EQUITY RE Form 4	ESIDENTIAL											
May 08, 201	4											
FORM	14 UNITED S	STATES S	ECUR	ITIES A	ND EX	СНА	NGE CO	MMISSION	OMB AF	PROVAL		
Washington, D.C. 20549							Number:	3235-0287				
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to			ction 16	SECUR	Act of 1934,	Expires: Estimated a burden hour response	•					
obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).1(b).												
(Print or Type l	Responses)											
1. Name and Address of Reporting Person <u>*</u> Powers John								. Relationship of Reporting Person(s) to ssuer				
(Last)	(First) (N		3. Date of Earliest Transaction (Chec				(Check	all applicable)				
			(1, 1)(0)(2)(1+1)					elow)	C Officer (give title Other (specify			
	(Street)	4	. If Amen	dment, Da	te Origina	ıl	6	. Individual or Join	nt/Group Filin	g(Check		
Filed(CHICAGO, IL 60606									One Reporting Person Jore than One Reporting			
(City)	(State)	(Zip)	Table	I - Non-D	erivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	tion Date 2A. Deemed ay/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(IIIstr. 4)			
Common Shares Of Beneficial Interest	05/08/2014			S	1,474	D	\$ 62.0056 (1)	2,974.4199	D			
Common Shares Of Beneficial Interest								288.1042 <u>(2)</u>	Ι	401(k) Plan		
Common Shares Of Beneficial Interest								11,299.72 <u>(3)</u>	Ι	SERP Account		

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

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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	isable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amou	nt 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	ties	(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)						
						Date Exercisable	Expiration Date	Title	Amount or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address			Relationships			
	Director	10% Owner	Officer	Other		
Powers John TWO NORTH RIVERSIDE PLAZA, SUITE 400 CHICAGO, IL 60606			Executive Vice President			
Signatures						
s/ By: Jane Matz						

Attorney-in-fact 05/08/2014

<u>**</u>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).

The price represents the weighted average price of the shares sold. The shares were sold within a range of \$62.00 to \$62.04. The reporting(1) 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.

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 April 11, 2014.

(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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

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