### TENNISON MARK N

Form 4

Interest

November 18, 2008

<b>FORM</b>	I /I									OMB AP	PROVAL
	UNITEDS	STATES				ND EXC D.C. 205		NGE C	OMMISSION	OMB Number:	3235-0287
Check thi if no long										Expires:	January 31,
subject to Section 1 Form 4 or	6. STATEM 6.	ENT O	F CHAN			BENEFI ITIES	CIA	L OWI	NERSHIP OF	Estimated as burden hour response	•
Form 5 obligation may continue <i>See</i> Instruction 1(b).	sinue. Section 17(a	) of the		ility H	old	ing Com	pany	Act of	e Act of 1934, 1935 or Section 0	·	
(Print or Type R	Responses)										
1. Name and A TENNISON	ddress of Reporting F	erson *	2. Issuer Symbol	Name a	ınd '	Ticker or	Γradin	ıg	5. Relationship of I Issuer	Reporting Perso	on(s) to
(Last)	(First) (M	iiddle)	EQUITY 3. Date of				[EQ	R]	(Check	all applicable)	
TWO NORT	TH RIVERSIDE TITE 400		(Month/Da 11/14/20	-	)				Director _X_ Officer (give t below) Executiv		Owner (specify
CHICAGO,	(Street) IL 60606		4. If Amer Filed(Mont			_			6. Individual or Join Applicable Line) _X_ Form filed by Or Form filed by Mo	ne Reporting Per	son
(City)		Zip)	Table	: I - Noi	1-De	erivative S	Securi	ties Aca	Person uired, Disposed of,	or Beneficiall	v Owned
(Instr. 3) any					equired d of (D)	5. Amount of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Ownersh Following Indirect (I) (Instr. 4) Reported (Instr. 4) Transaction(s)					
Common Shares of Beneficial				Code	V	Amount		Price	(Instr. 3 and 4) 20,228 (1)	D	
Interest Common Shares of Beneficial Interest									200.6032 (2)	I	401(k) Plan
Common Shares of Beneficial	11/14/2008			A		2,117 <sub>(3)</sub>	A	\$ 23.51	17,480.7975 (4)	I	SERP Account

23.51 (4)

Account

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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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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. Titl	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	tionNumber	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	) Derivative	e		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
									of		
				Code V	I(A)(D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TENNISON MARK N TWO NORTH RIVERSIDE PLAZA, SUITE 400 CHICAGO, IL 60606

**Executive Vice President** 

### **Signatures**

By: Yasmina Duwe, Attorney-in-fact

11/18/2008

\*\*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.
- (3) Represents shares acquired through Equity Residential's Employee Share Purchase Plan.
- (4) Represents shares owned by AST Trust Company, as Trustee of the Equity Residential Supplemental Executive Retirement Plan, for the benefit of the reporting person, and includes shares acquired through dividend reinvestments.

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 October 13, 2008.

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 2

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