### Edgar Filing: Powers John - Form 4

Powers John

Form 4	_									
June 08, 2012								OMB AP	PROVAL	
FORM	UNITEDSTATE		ITIES A hington,			NGE CC	OMMISSION	OMB Number:	3235-0287	
Check thi if no long							Expires:	January 31, 2005		
subject to Section 1 Form 4 or Form 5 obligation may cont	6. Filed pursuant to Section 17(a) of the	Section 10 Public Ut	Section 16(a) of the Securities Exchange A Public Utility Holding Company Act of 19					Estimated a burden hour response	verage	
<i>See</i> Instruction 1(b). 30(h) of the Investment Company Act of 1940										
(Print or Type F	(lesponses)									
1. Name and A Powers John	Symbol	Symbol Issu					Relationship of Reporting Person(s) to suer			
(Last)	-	EQUITY RESIDENTIAL [EQR] 3. Date of Earliest Transaction					(Check all applicable)			
TWO NORT PLAZA, SU	(Month/D	(Month/Day/Year) 06/06/2012				Director 10% Owner X Officer (give title 0ther (specify below) below) Executive Vice President				
			Filed(Month/Day/Year) Ap				<ul> <li>Individual or Joint/Group Filing(Check Applicable Line)</li> <li>X_ Form filed by One Reporting Person         Form filed by More than One Reporting     </li> </ul>			
							erson			
(City) 1.Title of Security (Instr. 3)	2. Transaction Date 2A. De (Month/Day/Year) Executi any		a I - Non-D 3. Transactic Code (Instr. 8)	4. Securi	ties A sed of	cquired (A) (D)	red, Disposed of, 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	or Beneficiall 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	y Owned 7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(11150. 1)		
Common Shares Of Beneficial Interest	06/06/2012		S	1,809	D	\$ 61.4961 (1)	9,544.4199 (2)	D		
Common Shares Of Beneficial Interest							269.732 <u>(3)</u>	Ι	401(k) Plan	
Common Shares Of Beneficial Interest							11,299.72 <u>(4)</u>	I	SERP 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.

# 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	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securiti	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								4	Amount		
									or		
						Date	Expiration		Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

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

s/ By: Jane Matz, Attorney-in-fact 06/08/2012

<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 \$61.49 to \$61.51. 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.

- (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 April 13, 2012.

(4)

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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. 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.