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Santee Davi Form 4 May 17, 201 FORM Check th if no lon subject t Section Form 4 o Form 5 obligatio may con <i>See</i> Instr 1(b).	13 A 4 UNITED his box ger o 16. or Dns tinue. ruction High durity States Filed pur Section 17(IENT OF C rsuant to Sec a) of the Pub	ECURITIES A Washington CHANGES IN SECUE Stion 16(a) of the blic Utility Hol the Investment	, D.C. 20 BENEF RITIES ne Securit ding Con	549 ICIA ies E ipany	L OWNE xchange A y Act of 19	ERSHIP OF Act of 1934,	OMB AP OMB Number: Expires: Estimated a burden hour response	•		
Santee David S Symbol								Relationship of Reporting Person(s) to suer			
(Last) TWO NOR PLAZA, SU	TH RIVERSIDE	Middle) 3. (N	Date of Earliest T Ionth/Day/Year) 5/17/2013		, [LQ		Director X Officer (give t low)		Owner r (specify		
CHICAGO	(Street) , IL 60606		If Amendment, D led(Month/Day/Yea	-	l	Αι _>	Individual or Join oplicable Line) (_ Form filed by Or _ Form filed by Mc	e Reporting Per	son		
(City)	Person										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. ate, if Transactio Code		ies Ac ed of 4 and 3 (A)	equired (A) (D)	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)		
Common Shares Of Beneficial Interest	05/17/2013		Code V S	Amount 12,937	or (D) D	Price \$ 59.3773 (1)	(Instr. 3 and 4) 8,592 (2)	D			
Common Shares Of Beneficial Interest	05/17/2013		М	12,937	А	\$ 32.97	21,529 <u>(2)</u>	D			
Common Shares Of Beneficial Interest							1,975.8602 (3)	I	401(k) Plan		

Common		
Shares Of	16,809.395 ₁	SERP
Beneficial	<u>(4)</u>	Account
Interest		

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sl
Non-qualified Stock Option (Right to Buy)	\$ 32.97	05/17/2013		М	12,937	(5)	02/05/2020	Common Shares Of Beneficial Interest	12,

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Santee David S TWO NORTH RIVERSIDE PLAZA, SUITE 40 CHICAGO, IL 60606	0		Executive Vice President & COO					
Signatures								
s/ By: Jane Matz, Attorney-in-fact 05/17/20)13							
**Signature of Reporting Person Date								
Explanation of Responses:	1							

* 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) The price represents the weighted average price of the shares sold. The shares were sold within a range of \$59.28 to \$59.47. The reporting person will provide, upon request by the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number

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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 12, 2013.

- (4) Represents shares owned by Principal Trust Company, as Trustee of the Equity Residential Supplemental Executive Retirement Plan, for the benefit of the reporting person.
- (5) Represents share options scheduled to vest in approximately three equal installments on February 5, 2011, February 5, 2012 and February 5, 2013.

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.