

EQUITY RESIDENTIAL  
Form 4  
March 18, 2013

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to 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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
ZELL SAMUEL			EQUITY RESIDENTIAL [EQR]	(Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner
TWO NORTH RIVERSIDE PLAZA, SUITE 600			03/14/2013	<input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	Chairman of the Board
CHICAGO, IL 60606				6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)		<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Shares Of Beneficial Interest	03/18/2013		G	V 17,733 A \$ 0	154,480 <sup>(1)</sup>	I	Zell Family Foundation
Common Shares Of Beneficial Interest	03/18/2013		G	V 17,733 D \$ 0	3,316,601.1388 <sup>(2)</sup>	D	
Common Shares Of Beneficial Interest	03/14/2013		A	<u>17,733</u> <sup>(3)</sup> A \$ 0	3,334,334.1388 <sup>(2)</sup>	D	

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Common Shares Of Beneficial Interest	600 <sup>(4)</sup>	I	By Spouse, Trustee for Helen Zell Revocable Trust
Common Shares Of Beneficial Interest	1,206,968 <sup>(5)</sup>	I	Samstock, L.L.C.
Common Shares Of Beneficial Interest	29,093.608 <sup>(6)</sup>	I	Samuel Zell Revocable Trust
Common Shares Of Beneficial Interest	661,716.363 <sup>(7)</sup>	I	SERP Account
Common Shares Of Beneficial Interest	1,246 <sup>(8)</sup>	I	SZ JoAnn Trust
Common Shares Of Beneficial Interest	1,246 <sup>(9)</sup>	I	SZ Kellie Trust
Common Shares Of Beneficial Interest	1,246 <sup>(10)</sup>	I	SZ Matthew Trust

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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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.