

Brackenridge Alexander
 Form 5
 April 25, 2018

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Brackenridge Alexander
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
 EQUITY RESIDENTIAL [EQR]
 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2017

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Executive Vice President

TWO NORTH RIVERSIDE
 PLAZA, SUITE 400
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
 (check applicable line)

CHICAGO, IL 60606
 (City) (State) (Zip)

Form Filed by One Reporting Person
 ___ 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 at end of Issuer's Fiscal Year (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	02/20/2015	∅	S4 ⁽¹⁾⁽²⁾	143 D	\$ 78.4203	19,971 ⁽³⁾ D	∅
Common Shares Of Beneficial Interest	03/18/2015	∅	P4 ⁽¹⁾⁽²⁾	42 A	\$ 80.18	19,971 ⁽³⁾ D	∅

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Common Shares Of Beneficial Interest	03/27/2015	Â	S4 ⁽¹⁾⁽²⁾	151	D	\$ 78.41	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	06/09/2015	Â	P4 ⁽¹⁾⁽²⁾	128	A	\$ 70.9711	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	07/27/2015	Â	P4 ⁽¹⁾⁽²⁾	50	A	\$ 75.1364	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	08/19/2015	Â	S4 ⁽¹⁾⁽²⁾	93	D	\$ 76.4262	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	02/08/2016	Â	P4 ⁽¹⁾⁽²⁾	249	A	\$ 71.7861	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	03/18/2016	Â	S4 ⁽¹⁾	2,179	D	\$ 73.88	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	04/22/2016	Â	S4 ⁽¹⁾⁽²⁾	112	D	\$ 71.7811	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	05/26/2016	Â	P4 ⁽¹⁾⁽²⁾	185	A	\$ 68.6939	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	06/14/2016	Â	P4 ⁽¹⁾⁽²⁾	46	A	\$ 64.5224	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	07/25/2016	Â	P4 ⁽¹⁾⁽²⁾	61	A	\$ 70.2435	19,971 ⁽³⁾	D	Â
Common Shares Of Beneficial Interest	07/28/2016	Â	S4 ⁽¹⁾⁽²⁾	406	D	\$ 66.7876	19,971 ⁽³⁾	D	Â
	10/14/2016	Â	P4 ⁽¹⁾⁽²⁾	188	A		19,971 ⁽³⁾	D	Â

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Common Shares Of Beneficial Interest						\$ 61.5039				
Common Shares Of Beneficial Interest	03/02/2017	Â	S4 ⁽¹⁾⁽²⁾	80	D	\$ 63.385	19,971 ⁽³⁾	D	Â	
Common Shares Of Beneficial Interest	10/12/2017	Â	S4 ⁽¹⁾⁽²⁾	104	D	\$ 67.1644	19,971 ⁽³⁾	D	Â	
Common Shares Of Beneficial Interest	11/24/2017	Â	P4 ⁽¹⁾⁽²⁾	20	A	\$ 68.2599	19,971 ⁽³⁾	D	Â	
Common Shares Of Beneficial Interest	Â	Â	Â	Â	Â	Â	2,701 ⁽⁴⁾	I	401(k) Plan	

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 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, 4, and 5)	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. of D
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

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Brackenridge Alexander
TWO NORTH RIVERSIDE PLAZA, SUITE 400 & & & Executive Vice President &
CHICAGO, IL 60606

Signatures

s/ By: Jane Matz, 04/25/2018
Attorney-in-fact

 **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) All or a portion of the shares reported in these transactions may have been matchable to other transactions that occurred within a six-month period under Section 16(b) of the Securities Exchange Act of 1934. The reporting person has disgorged \$8,282.91 to the issuer, the maximum amount of the profit realized in connection with any short-swing transactions, notwithstanding whether such disgorgement would actually be required by law.
 - (2) The shares reported in these transactions are held jointly with the reporting person's spouse in a separately managed account with a third-party investment advisory firm of which the reporting person disclaims beneficial ownership except to the extent of his pecuniary interest therein. The transactions occurred in the sole discretion of the third-party investment advisor without direction from the reporting person or his spouse.
 - (3) Includes 132 shares held jointly with the reporting person's spouse in a separately managed account with a third-party investment advisory firm of which the reporting person disclaims ownership except to the extent of his pecuniary interest therein.
 - (4) Represents shares acquired through profit sharing contributions and dividend reinvestment activity in the reporting person's account with 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, 2017.

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