### Edgar Filing: ROSENBERG SHELI Z - Form 4

ROSENBEF Form 4	RG SHELI Z											
August 18, 2												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMMISSION	OMB AF OMB Number:	PROVAL 3235-0287			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF C			F CHAN Section 1 Public U	IGES IN SECUF 6(a) of th tility Hol	BENEFI( RITIES ne Securitie	CIAL es Exe pany	change Act of	e Act of 1934, 1935 or Section	Expires: Estimated a burden hour response	irs per		
See Instr 1(b).	uction	30(II)		vestment	Company	Act	01 1 94	0				
(Print or Type	Responses)											
ROSENBERG SHELI Z Symbol			er Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(Last) (First) (Middle) 3. Date of			Earliest Transaction				(Check all applicable)				
TWO NORTH RIVERSIDE(Month/EPLAZA, SUITE 60008/14/2			Day/Year) 2009				X_ Director10% Owner Officer (give titleOther (specify below) below)					
Filed(Mon				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
CHICAGO								Person		6		
(City)		(Zip)		e I - Non-I 3.			-	uired, Disposed of,		•		
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed fonth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securitie on(A) or Disp (Instr. 3, 4 Amount	posed o	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: g Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Shares Of Beneficial Interest	08/14/2009			A	736.041 (1)	A	\$ 19.7	208,089.2121 (2)	D			
Common Shares Of Beneficial Interest								53,622.814 <u>(3)</u>	I	SERP Account		
Common Shares Of Beneficial Interest								66,022.5944 (4)	I	Spouse		

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
ROSENBERG SHELI Z TWO NORTH RIVERSIDE PLAZA, SUITE 60 CHICAGO, IL 60606	00 X							
Signatures								
s/ By: Yasmina Duwe, 08, Attorney-in-fact	/18/2009							

\*\*Signature of Reporting Person

## **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).

Date

- (1) Represents shares acquired through Equity Residential's Employee Share Purchase Plan.
- (2) Direct total includes restricted shares of the Company scheduled to vest in the future along with shares acquired through dividend reinvestments.
- (3) Represents shares owned by Principal Trust Company, as Trustee of the Equity Residential Supplemental Executive Retirement Plan, for the benefit of the reporting person.
- (4) Represents shares beneficially owned by Ms. Rosenberg's spouse. Ms. Rosenberg disclaims beneficial ownership of the shares owned by her spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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