

EQUITY RESIDENTIAL

Form 3

March 17, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *

Wetzel Mark L

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/17/2005

3. Issuer Name and Ticker or Trading Symbol
EQUITY RESIDENTIAL [EQR]

4. Relationship of Reporting Person(s) to Issuer

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

TWO NORTH RIVERSIDE
PLAZA, SUITE 400

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Accounting Officer

CHICAGO, IL 60606

(City)

(State)

(Zip)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting

Person

☐ Form filed by More than One Reporting Person1. Title of Security
(Instr. 4)**Table I - Non-Derivative Securities Beneficially Owned**2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Shares of Beneficial Interest

6,330 ⁽¹⁾

D

A

Common Shares of Beneficial Interest

14,304 ⁽²⁾

I

SERP Account

Common Shares of Beneficial Interest

2,000 ⁽³⁾

I

Daughter

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect Beneficial

Edgar Filing: EQUITY RESIDENTIAL - Form 3

	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Non-Qualified Stock Option (right to buy)	02/07/2005 ⁽⁴⁾	02/07/2013	Common Shares of Beneficial Interest	4,613	\$ 23.55	D	Â
Non-Qualified Stock Option (right to buy)	01/16/2003 ⁽⁵⁾	01/16/2012	Common Shares of Beneficial Interest	6,896	\$ 27.2	D	Â
Non-Qualified Stock Option (right to buy)	01/27/2005 ⁽⁶⁾	01/27/2014	Common Shares of Beneficial Interest	8,297	\$ 29.25	D	Â
Non-Qualified Stock Option (right to buy)	02/03/2006 ⁽⁷⁾	02/03/2008	Common Shares of Beneficial Interest	7,082	\$ 31.76	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wetzel Mark L TWO NORTH RIVERSIDE PLAZA, SUITE 400 CHICAGO, IL 60606	Â	Â	Â Chief Accounting Officer	Â

Signatures

Mark L. Wetzel 03/17/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Shares reported on this line are owned directly and some are subject to vesting.
- (2) Shares reported herein are owned by the Security Trust Company, as Trustee of the Equity Residential Supplemental Retirement Plan for the benefit of the reporting person and were acquired through Equity Residential's Employee Share Purchase Plan.
- (3) Shares reported on this line are beneficially owned by Mr. Wetzel as custodian for his minor daughter. Mr. Wetzel disclaims beneficial ownership of said shares.
- (4) 2,306 of the share options reported on this line are currently exercisable; the remaining share options become exercisable on 2/7/2006.
- (5) Share options reported on this line are fully exercisable.

Edgar Filing: EQUITY RESIDENTIAL - Form 3

(6) 2,765 of the share options are currently exercisable; the remaining share options become exercisable in two equal installments on 1/27/2006 and 1/27/2007.

(7) The share options become exercisable in three equal installments on 2/3/2006; 2/3/2007 and 2/3/2008.

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.