

NEITHERCUT DAVID J  
Form 4  
November 15, 2005

**FORM 4** 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).

**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 \*  
NEITHERCUT DAVID J

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
TWO NORTH RIVERSIDE  
PLAZA, SUITE 400  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/14/2005

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
President

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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)
			Code	V	Amount (A) or (D) Price		
Common Shares of Beneficial Interest	11/14/2005		M		1,300 A \$ 25.3438	87,379 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005		M		1,100 A \$ 25.3438	88,479 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005		M		1,700 A \$ 25.3438	90,179 <sup>(1)</sup>	D

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Common Shares of Beneficial Interest	11/14/2005	M	2,000	A	\$ 25.3438	92,179 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	M	300	A	\$ 25.3438	92,479 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	M	100	A	\$ 25.3438	92,579 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	M	2,700	A	\$ 25.3438	95,279 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	M	3,300	A	\$ 25.3438	98,579 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	M	8,400	A	\$ 25.3438	106,979 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	M	1,200	A	\$ 25.3438	108,179 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	M	4,200	A	\$ 25.3438	112,379 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	S	8,400	D	\$ 40.25	103,979 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	S	300	D	\$ 40.26	103,679 <sup>(1)</sup>	D
Common Shares of Beneficial Interest	11/14/2005	S	2,000	D	\$ 40.27	101,679 <sup>(1)</sup>	D
	11/14/2005	S	1,200	D	\$ 40.28	100,479 <sup>(1)</sup>	D

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Common Shares of Beneficial Interest									
Common Shares of Beneficial Interest	11/14/2005	S	1,700	D	\$ 40.29	98,779 <sup>(1)</sup>	D		
Common Shares of Beneficial Interest	11/14/2005	S	1,300	D	\$ 40.3	97,479 <sup>(1)</sup>	D		
Common Shares of Beneficial Interest	11/14/2005	S	2,700	D	\$ 40.31	94,779 <sup>(1)</sup>	D		
Common Shares of Beneficial Interest	11/14/2005	S	4,200	D	\$ 40.32	90,579 <sup>(1)</sup>	D		
Common Shares of Beneficial Interest	11/14/2005	S	1,100	D	\$ 40.33	89,479 <sup>(1)</sup>	D		
Common Shares of Beneficial Interest	11/14/2005	S	3,300	D	\$ 40.34	86,179 <sup>(1)</sup>	D		
Common Shares of Beneficial Interest	11/14/2005	S	100	D	\$ 40.35	86,079 <sup>(1)</sup>	D		
Common Shares of Beneficial Interest						2,874 <sup>(2)</sup>	I	Limited Partnership	
Common Shares of Beneficial Interest						151,177 <sup>(3)</sup>	I	SERP Account	

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

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(9-02)

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nun Sha
Non-Qualified Stock Option (right to buy)	\$ 20.0938					01/18/2000	01/18/2009	Common Shares of Beneficial Interest	14
Non-Qualified Stock Option (right to buy)	\$ 21.0625					01/24/2001	01/24/2010	Common Shares of Beneficial Interest	65
Non-Qualified Stock Option (right to buy)	\$ 23.55					02/07/2004	02/07/2013	Common Shares of Beneficial Interest	10
Non-Qualified Stock Option (right to buy)	\$ 25.844					01/18/2002	01/18/2011	Common Shares of Beneficial Interest	67
Non-Qualified Stock Option (right to buy)	\$ 27.2					01/16/2003	01/16/2012	Common Shares of Beneficial Interest	79
Non-Qualified Stock Option (right to buy)	\$ 27.6					07/11/2002	07/11/2011	Common Shares of Beneficial Interest	65
Non-Qualified Stock Option (right to buy)	\$ 29.25					01/27/2004	01/27/2014	Common Shares of Beneficial Interest	11
Non-Qualified Stock Option (right to buy)	\$ 31.76					02/03/2005	02/03/2015	Common Shares of Beneficial Interest	13
	\$ 25.3438	11/14/2005		M	8,400	01/07/2001	01/07/2008		8

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Non-Qualified Stock Option (right to buy)								Common Shares of Beneficial Interest	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	300	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	3	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	2,000	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	2	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	1,200	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	1	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	1,700	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	1	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	1,300	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	1	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	2,700	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	2	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	4,200	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	4	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	1,100	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	1	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	3,300	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	3	
Non-Qualified Stock Option (right to buy)	\$ 25.3438	11/14/2005	M	100	01/07/2001	01/07/2008	Common Shares of Beneficial Interest	1	

