

EQUITY RESIDENTIAL  
Form 15-12B  
November 02, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER  
SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO  
FILE REPORTS UNDER SECTION 13 AND 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Commission File Number 1-12252  
EQUITY RESIDENTIAL**

(Exact name of registrant as specified in its charter)

**2 North Riverside Plaza, Suite 400**

**Chicago, Illinois 60606**

**(312) 474-1300**

(Address, including zip code and telephone number, including area code, of registrant's principal executive offices)

**SERIES E CUMULATIVE CONVERTIBLE PREFERRED SHARES OF BENEFICIAL  
INTEREST, \$0.01 PAR VALUE PER SHARE**

**SERIES H CUMULATIVE CONVERTIBLE PREFERRED SHARES OF BENEFICIAL  
INTEREST, \$0.01 PAR VALUE PER SHARE**

(Title of each class of securities covered by this Form)

**COMMON SHARES OF BENEFICIAL INTEREST, \$0.01 PAR VALUE PER SHARE  
DEPOSITARY SHARES EACH REPRESENTING 1/10 OF A 6.48% SERIES N CUMULATIVE  
REDEEMABLE**

**PREFERRED SHARE OF BENEFICIAL INTEREST, \$0.01 PAR VALUE PER SHARE**

(Titles of all other classes of securities for which a duty to file reports under Section 13(a) or 15(d) remains)

Please place an  in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

|                      |                          |
|----------------------|--------------------------|
| Rule 12g-4(a)(1)     | <input type="checkbox"/> |
| Rule 12g-4(a)(2)     | <input type="checkbox"/> |
| Rule 12h-3(b)(1)(i)  | <input type="checkbox"/> |
| Rule 12h-3(b)(1)(ii) | <input type="checkbox"/> |
| Rule 15d-6           | <input type="checkbox"/> |

Approximate number of holders of record as of the certification or notice date: 0

Pursuant to the requirements of the Securities Exchange Act of 1934, Equity Residential has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: November 2, 2010

**EQUITY RESIDENTIAL**

By: /s/ Robert Garechana

Name: Robert Garechana

Its: Vice President and Treasurer