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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**FORM 8-K**

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**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): June 16, 2022**

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**EQUITY RESIDENTIAL**  
(Exact name of registrant as specified in its charter)

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**Maryland**  
(State or other jurisdiction  
of incorporation)

**1-12252**  
(Commission  
File Number)

**13-3675988**  
(IRS Employer  
Identification Number)

**Two North Riverside Plaza**  
**Chicago, Illinois**  
(Address of principal executive offices)

**60606**  
(Zip Code)

**Registrant's telephone number, including area code (312) 474-1300**

**Not applicable**  
(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Shares of Beneficial Interest, \$0.01 Par Value (Equity Residential)</b>	<b>EQR</b>	<b>New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On June 16, 2022, Equity Residential (the “Company”) held its 2022 Annual Meeting of Shareholders (the “Annual Meeting”). At the Annual Meeting, the Company’s shareholders were asked to consider and vote upon the proposals described in the Company’s Proxy Statement for the Annual Meeting (the “Proxy Statement”). The final voting results for each matter submitted to a vote of shareholders at the Annual Meeting are as follows:

**Proposal 1 – Election of Trustees**

All ten of the nominees for Trustees were elected to serve for a one-year term which expires at the Company’s 2023 annual meeting of shareholders and until their respective successors are duly elected and qualified, by the votes set forth below.

<u>Nominee</u>	<u>For</u>	<u>Withheld</u>
Angela M. Aman	325,500,900	2,137,667
Linda Walker Bynoe	310,182,930	17,455,637
Mary Kay Haben	305,609,173	22,029,394
Tahsinul Zia Huque	325,512,323	2,126,244
John E. Neal	310,137,742	17,500,825
David J. Neithercut	318,998,615	8,639,952
Mark J. Parrell	323,806,725	3,831,842
Mark S. Shapiro	313,851,535	13,787,032
Stephen E. Sterrett	324,396,405	3,242,162
Samuel Zell	281,543,545	46,095,022

There were 15,693,867 broker non-votes with respect to Proposal 1.

**Proposal 2 – Ratification of Independent Registered Public Accounting Firm for 2022**

The selection of Ernst & Young LLP as the Company’s independent registered public accounting firm for 2022 was ratified by the shareholders, by the votes set forth below.

For	326,320,726
Against	16,928,146
Abstain	83,562

**Proposal 3 – Advisory Approval of Executive Compensation**

The shareholders approved, on an advisory basis, the executive compensation disclosed in the Proxy Statement, by the votes set forth below.

For	300,413,827
Against	26,652,225
Abstain	572,515
Broker Non-Votes	15,693,867

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**EQUITY RESIDENTIAL**

Date: June 21, 2022

By: /s/ Scott J. Fenster

Name: Scott J. Fenster

Its: Executive Vice President and General Counsel