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EQUITY RESIDENTIAL Form 8-K April 28, 2004

As filed with the Securities and Exchange Commission on April 28, 2004

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): April 28, 2004

EQUITY RESIDENTIAL

(Exact Name of Registrant as Specified in its Charter)

Maryland 1-12252 13-3675988 (State or other jurisdiction (Commission (I.R.S. Employer of incorporation or organization) File Number) Identification No.)

Two North Riverside Plaza, Suite 400

Chicago, Illinois 60606 (Address of principal executive offices) (Zip Code)

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

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

ITEM 7. Financial Statements, Pro forma Financial Information and Exhibits

Exhibit
Number

99.1 Press Release dated April 28, 2004, announcing the results of operations and financial condition of Equity Residential as of March 31, 2004 and for the quarter then ended.

ITEM 12. Results of Operations and Financial Condition

On April 28, 2004, Equity Residential issued a press release announcing its results of operations and financial condition as of March 31, 2004 and for the quarter then ended. The press release is attached hereto as Exhibit 99.1. The information contained in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished and shall not be deemed "filed" with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by Equity Residential under the Securities Act of 1933, as amended.

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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: April 28, 2004 By: /s/ MICHAEL J. McHUGH

Name: Michael J. McHugh

Its: Executive Vice President,

Chief Accounting Officer

and Treasurer
