

EQUITY RESIDENTIAL  
Form 8-K  
January 05, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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): January 5, 2006**

**EQUITY RESIDENTIAL**

(Exact Name of Registrant as Specified in its Charter)

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

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

**13-3675988**  
(I.R.S. Employer  
Identification No.)

**ERP OPERATING LIMITED PARTNERSHIP**

(Exact Name of Registrant as Specified in its Charter)

**Illinois**  
(State or other jurisdiction  
of incorporation or organization)

**0-24920**  
(Commission  
File Number)

**36-3894853**  
(I.R.S. Employer  
Identification No.)

**Two North Riverside Plaza,  
Suite 400  
Chicago, Illinois**  
(Address of principal executive  
offices)

**60606**  
(Zip Code)

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

**Not applicable**

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

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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 9.01. Financial Statements and Exhibits.**

(a), (b) Throughout 2005, Equity Residential, through its operating partnership, ERP Operating Limited Partnership (collectively with Equity Residential, the Company), acquired various real estate properties, including the Company's previously announced acquisition on November 3, 2005 of three high-rise apartment towers, known as Trump Place, located at 140, 160 and 180 Riverside Boulevard on the Upper West Side of Manhattan. The Company is hereby filing certain financial information relating to Trump Place (see Item 9.01(d) below) indicated under Rule 3-14 and Article 11 of Regulation S-X.

(d) Exhibits:

| Exhibit<br>Number | Exhibit  |
|-------------------|--|
| 23.1              | Consents of Ernst & Young LLP  |
| 99.1              | (a) Financial Statements of Real Estate Operations Acquired<br><br>Report of Independent Registered Public Accounting Firm<br>Combined Statements of Revenue and Certain Expenses<br>Notes to Combined Statements of Revenue and Certain Expenses  |
|                   | (b) Pro Forma Financial Information<br><br>Equity Residential<br><br>Pro Forma Condensed Consolidated Balance Sheet as of September 30, 2005<br>(unaudited)<br>Pro Forma Condensed Consolidated Statements of Operations for the nine-month<br>period ended September 30, 2005 (unaudited) and for the year ended December 31,<br>2004 (unaudited)<br><br>ERP Operating Limited Partnership<br><br>Pro Forma Condensed Consolidated Balance Sheet as of September 30, 2005<br>(unaudited)<br>Pro Forma Condensed Consolidated Statements of Operations for the nine-month<br>period ended September 30, 2005 (unaudited) and for the year ended December 31,<br>2004 (unaudited) |

**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: January 5, 2006  
By: /s/ Donna Brandin  
Name: Donna Brandin  
Its: Executive Vice President and Chief Financial Officer

Date: January 5, 2006  
By: /s/ Mark L. Wetzel  
Name: Mark L. Wetzel  
Its: Senior Vice President and Chief Accounting Officer

**ERP OPERATING LIMITED PARTNERSHIP  
BY: EQUITY RESIDENTIAL,  
ITS GENERAL PARTNER**

Date: January 5, 2006  
By: /s/ Donna Brandin  
Name: Donna Brandin  
Its: Executive Vice President and Chief Financial Officer

Date: January 5, 2006  
By: /s/ Mark L. Wetzel  
Name: Mark L. Wetzel  
Its: Senior Vice President and Chief Accounting Officer