

Huang Tao
Form 4
May 02, 2019

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 *
Huang Tao

2. Issuer Name and Ticker or Trading Symbol
EQUITY LIFESTYLE PROPERTIES INC [ELS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/30/2019

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

C/O EQUITY LIFESTYLE PROPERTIES, TWO NORTH RIVERSIDE PLAZA, SUITE 800

(Street)

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

CHICAGO, IL 60606

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$.01	04/30/2019		A ⁽¹⁾		857 A \$ 116.7	11,875	D
Common Stock, par value \$.01	04/30/2019		A ⁽²⁾		107 A \$ 116.7	11,982	D
Common Stock, par value \$.01	05/01/2019		A ⁽³⁾		67 A \$ 97.04	12,049	D

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

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(9-02)

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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 74.53					11/10/2016	05/10/2026	Common Stock, par value \$0.01	6,710
Non-Qualified Stock Option (Right to Buy)	\$ 74.53					05/10/2017	05/10/2026	Common Stock, par value \$0.01	840
Non-Qualified Stock Option (Right to Buy)	\$ 81.15					11/02/2017	05/02/2027	Common Stock, par value \$0.01	6,160
Non-Qualified Stock Option (Right to Buy)	\$ 81.15					05/02/2018	05/02/2027	Common Stock, par value \$0.01	770
Non-Qualified Stock Option (Right to Buy)	\$ 89.65					11/01/2018	05/01/2028	Common Stock, par value \$0.01	20,055
Non-Qualified Stock Option (Right to Buy)	\$ 89.65					05/01/2019	05/01/2028	Common Stock, par value \$0.01	20,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Huang Tao C/O EQUITY LIFESTYLE PROPERTIES TWO NORTH RIVERSIDE PLAZA, SUITE 800 CHICAGO, IL 60606	X			

Signatures

Jennifer Krebs by Power of Attorney for Tao Huang	05/02/2019
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Grant of restricted stock subject to vesting as follows: 1/3 on 10/30/19, 1/3 on 4/30/20, and 1/3 on 4/30/21
 - (2) Grant of restricted stock subject to vesting on 4/30/20
 - (3) Represents shares acquired through ELS' Employee Stock Purchase Plan

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.