

Equity Commonwealth  
Form 8-K  
January 28, 2016

**UNITED STATES**  
**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): **January 26, 2016**

**EQUITY COMMONWEALTH**

(Exact Name of Registrant as Specified in Its Charter)

**Maryland**

(State or Other Jurisdiction of Incorporation)

**1-9317**  
(Commission File Number)

**04-6558834**  
(IRS Employer Identification No.)

**Two North Riverside Plaza, Suite 2100, Chicago, IL**  
(Address of Principal Executive Offices)

**60606**  
(Zip Code)

**(312) 646-2800**

## Edgar Filing: Equity Commonwealth - Form 8-K

(Registrant's Telephone Number, Including Area Code)

---

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))
-

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e)

*2015 Long-Term Incentive Plan Equity Awards*

On January 26, 2016, the Compensation Committee (the *Committee*) of Equity Commonwealth (the *Company*) approved the grant of equity awards (the *LTIP Awards*) to the *Company*'s named executive officers (the *Executive Officers*) for fiscal year 2015 performance pursuant to the *Company*'s previously approved and disclosed long-term incentive program (the *LTIP*), including the award of 19,606 LTIP Shares and 39,807 LTIP RSUs to David Weinberg. Based on the closing price of the *Company*'s common shares of \$26.93 on January 26, 2016, at which price the LTIP Awards were granted, the LTIP Awards represent target compensation of \$1,600,000 to Mr. Weinberg, which is \$300,000 more than the target LTIP compensation for Mr. Weinberg approved by the *Committee* on October 28, 2014.

*2016 Annual Base Salary*

Also on January 26, 2016, the *Committee* approved annual base salaries to be paid to the *Executive Officers*, including an increase to Mr. Weinberg's annual base salary from \$450,000 to \$550,000.

Additional information regarding compensation actions taken by the *Committee* on January 26, 2016 will be included in the *Company*'s 2016 Proxy Statement when filed with the Securities and Exchange Commission.

**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 COMMONWEALTH**

By:	/s/ Orrin S. Shifrin
Name:	Orrin S. Shifrin
Title:	Executive Vice President, General Counsel and Secretary

Date: January 28, 2016