

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|---|--|--|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Freedman Constance</u> (Last) (First) (Middle) C/O EQUITY LIFESTYLE PROPERTIES, INC. TWO NORTH RIVERSIDE PLAZA, SUITE 800 (Street) CHICAGO IL 60606 (City) (State) (Zip) | | | 2. Issuer Name and Ticker or Trading Symbol <u>EQUITY LIFESTYLE PROPERTIES INC [ELS]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) | | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/26/2022 | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value \$.01 | | | | | | | | 5,383 | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | |
| Non-Qualified Stock Option (Right to Buy) | \$66.81 | | | | | | | 01/28/2021 ⁽¹⁾ | 07/28/2030 | Common Stock, par value \$.01 | | 7,485 | D | |
| Non-Qualified Stock Option (Right to Buy) | \$66.81 | | | | | | | 07/28/2021 | 07/28/2030 | Common Stock, par value \$.01 | | 8,605 | D | |
| Non-Qualified Stock Option (Right to Buy) | \$68.74 | | | | | | | 10/27/2021 ⁽²⁾ | 04/27/2031 | Common Stock, par value \$.01 | | 15,880 | D | |
| Non-Qualified Stock Option (Right to Buy) | \$68.74 | | | | | | | 04/27/2022 | 04/27/2031 | Common Stock, par value \$.01 | | 16,970 | D | |
| Non-Qualified Stock Option (Right to Buy) | \$79.72 | 04/26/2022 | | A | | 6,270 | | 10/26/2022 ⁽³⁾ | 04/26/2032 | Common Stock, par value \$.01 | \$0 | 23,240 | D | |
| Non-Qualified Stock Option (Right to Buy) | \$79.72 | 04/26/2022 | | A | | 940 | | 04/26/2023 | 04/26/2032 | Common Stock, par value \$.01 | \$0 | 24,180 | D | |

Explanation of Responses:

- 1/3 of this option grant vested on 1/28/21, 1/3 of this option grant vested on 7/28/21, and the remaining 1/3 is exercisable on 7/28/22
- 1/3 of this option grant vested on 10/27/21, 1/3 of this option grant vested on 4/27/22, and the remaining 1/3 is exercisable on 4/27/23
- Options reported herein are exercisable 1/3 on 10/26/22, 1/3 on 4/26/23, and 1/3 on 4/26/24

Remarks:

Jennifer Krebs by Power of Attorney for Constance 04/28/2022

Freedman

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.