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**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)      March 13, 2006**

**AVALONBAY COMMUNITIES, INC.**  
(Exact Name of Registrant as Specified in Its Charter)

**Maryland**  
(State or Other Jurisdiction of Incorporation)

**1-12672**  
(Commission File Number)

**77-0404318**  
(I.R.S. Employer Identification No.)

**2900 Eisenhower Avenue, Suite 300, Alexandria, Virginia**  
(Address of Principal Executive Offices)

**22314**  
(Zip Code)

Registrant's telephone number, including area code      **(703) 329-6300**

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:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 3.01    Notice of Delisting from Pacific Stock Exchange.**

The Company's Common Stock, par value \$0.01 per share, and 8.70% Series H Cumulative Redeemable Preferred Stock, par value \$0.01 per share, are currently listed for trading on both the New York Stock Exchange (NYSE) and Pacific Exchange, Inc. (PCX). The Company filed an application with the Securities and Exchange Commission on March 13, 2006, to delist these classes of shares from the PCX and expects that the shares will be delisted from the PCX during the second quarter of 2006. The Company's Common Stock and Series H Cumulative Redeemable Preferred Stock will continue to be listed on the NYSE, which is the principal exchange upon which such securities are listed.

**ITEM 8.01    Other Events.**

Attached hereto as Exhibit 99.1 is a copy of a press release dated March 13, 2006 announcing that, effective such date, the Company has appointed the Bank of New York to be the transfer agent and registrar of its Common Stock, par value \$0.01 per share, and 8.70% Series H Cumulative Redeemable Preferred Stock, par value \$0.01 per share.

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**ITEM 9.01    Financial Statements and Exhibits**

(d)    Exhibits.

| Exhibit No. | Description   |
|-------------|---|
| 99.1        | Press Release dated March 13, 2006 (filed herewith) |

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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.

AVALONBAY COMMUNITIES, INC.

By: /s/ Thomas J. Sargeant  
Name: Thomas J. Sargeant  
Title: Chief Financial Officer

March 13, 2006

EXHIBIT INDEX

| Exhibit No. | Description   |
|-------------|---|
| 99.1        | Press Release dated March 13, 2006 (filed herewith) |

**Contact:** Alaine Walsh  
Director of Investor Relations  
AvalonBay Communities, Inc.  
703-317-4632

**For Immediate Release**

**AVALONBAY COMMUNITIES ANNOUNCES 2006 ANNUAL  
MEETING DETAILS AND NEW TRANSFER AGENT INFORMATION**

**ALEXANDRIA, VA (March 13, 2006) – AvalonBay Communities, Inc. (NYSE/PCX: AVB)** announced today the details of the Company's 2006 Annual Meeting and a change to the Company's appointed transfer agent.

**Annual Meeting Details**

The Company's 2006 Annual Meeting of Stockholders will be held Wednesday, May 17, 2006 at 9:00 A.M. Pacific Time. Stockholders of record of the Company's common stock as of the close of business on March 8, 2006 are entitled to vote at the Annual Meeting. The meeting will be held at the Mandarin Oriental Hotel, 222 Sansome St., San Francisco, California 94104. The phone number of the Mandarin Oriental Hotel is (415) 276-9888.

**Transfer Agent Information**

The Company also announced that effective today the Bank of New York has been appointed as transfer agent and registrar of the Company's Common Stock, par value \$0.01 per share, and 8.70% Series H Cumulative Redeemable Preferred Stock, par value \$0.01 per share.

The Bank of New York's Shareholder Services can be reached at:

The Bank of New York  
Shareholder Relations Department - 12E  
P.O. Box 11258  
Church Street Station  
New York, NY 10286  
1-800-524-4458

**About AvalonBay Communities**

AvalonBay Communities, Inc., headquartered in Alexandria, Virginia, currently owns or holds an ownership interest in 156 apartment communities containing 45,161 apartment homes in ten states and the District of Columbia, of which fifteen communities are under construction and two communities are under reconstruction. AvalonBay is in the business of developing, redeveloping, acquiring and managing apartment communities in high barrier-to-entry markets of the United States. More information on AvalonBay may be found on AvalonBay's Web site at [www.avalonbay.com](http://www.avalonbay.com).

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