#### Edgar Filing: ENTERTAINMENT PROPERTIES TRUST - Form 4

#### ENTERTAINMENT PROPERTIES TRUST

Form 4

February 06, 2012

# 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

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

obligations may continue.

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Brain David M.			2. Issuer Name <b>and</b> Ticker or Trading Symbol ENTERTAINMENT PROPERTIES TRUST [EPR]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (First) (Middle) 909 WALNUT, SUITE 200			3. Date of Earliest Transaction (Month/Day/Year) 02/02/2012	_X_ Director 10% Owner X Officer (give title Other (specify below) President and CEO		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
KANSAS CIT	Y, MO 641	06		Form filed by More than One Reporting Person		

(City)	(State) (Z	Zip) Table	I - Non-De	erivative Se	ecuriti	ies Acqu	iired, Disposed of	, or Beneficial	ly 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. Securition(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
Common Shares of Beneficial Interest	02/02/2012		J(1)	0 <u>(1)</u>	A	( <u>1</u> )	1,628 (1)	I (1)	Shares Owned by Spouse (1)
Common Shares of Beneficial Interest	02/02/2012		A(2)	14,350 (2)	A	\$ 45.2 (2)	456,506 <u>(2)</u>	D (2)	
Common Shares of Beneficial Interest	02/02/2012		A(3)	29,597 (3)	A	\$ 45.2 (3)	486,103 (3)	D (3)	

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

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SEC 1474

(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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Date (Month/Day/Year	•	7. Title and Amo Underlying Secu (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title A O
Option to Purchase Common Shares of Beneficial Interest	\$ 45.2 (4)	02/02/2012		A(4)	36,193 ( <u>4)</u>	01/01/2013(4)	01/01/2022(4)	Common Shares of 3 Beneficial Interest

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Brain David M. 909 WALNUT SUITE 200 KANSAS CITY, MO 64106	X		President and CEO				

## **Signatures**

/s/ David M.
Brain

\*\*Signature of Date

\*\*Signature of
Reporting Person

# **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) These shares have already been reported and do not reflect any change.
- At the election of the Reporting Person, the Common Shares of Beneficial Interest were issued in lieu of a cash bonus and vest in three annual installments, beginning January 1, 2013.

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- (3) The Common Shares of Beneficial Interest were granted to the Reporting Person as long-term compensation and vest in four annual installments, beginning January 1, 2013.
- (4) Options vest and become exercisable in four annual installments beginning January 1, 2013.

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.