

BRAIN DAVID M
Form 4
May 18, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BRAIN DAVID M

2. Issuer Name **and** Ticker or Trading
Symbol
**ENTERTAINMENT PROPERTIES
TRUST [epr]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
**30 W PERSHING ROAD, SUITE
201**

3. Date of Earliest Transaction
(Month/Day/Year)
05/14/2010

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO & President

(Street)
KANSAS CITY, MO 64105

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

(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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Shares of Beneficial Interest ⁽¹⁾	05/14/2010 ⁽¹⁾		J ⁽¹⁾		0 ⁽¹⁾	A	⁽¹⁾	1,628 ⁽¹⁾	I	Shares owned by Spouse ⁽¹⁾
Common Shares of Beneficial Interest	05/14/2010		G ⁽²⁾		1,000 ⁽²⁾	D	\$ 44.25 ⁽²⁾	389,315	D	
Common Shares of Beneficial	05/14/2010		G ⁽³⁾		1,035 ⁽³⁾	D	\$ 44.25 ⁽³⁾	388,280	D	

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Interest

Common
Shares of
Beneficial
Interest

05/14/2010

G⁽⁴⁾ 500 ⁽⁴⁾ D

\$
44.25 387,780 D
⁽⁴⁾

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

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 control number.

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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)	8. Price Derivat Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Shares of Beneficial Interest ⁽¹⁾	<u>(1)</u>	05/14/2010 ⁽¹⁾		J ⁽¹⁾	0 <u>(1)</u>	<u>(1)</u>	<u>(1)</u>	Common Shares of Beneficial Interest ⁽¹⁾	<u>(1)</u> <u>(1)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRAIN DAVID M 30 W PERSHING ROAD SUITE 201 KANSAS CITY, MO 64105	X		CEO & President	

Signatures

/s/ David M.
Brain

05/18/2010

__Signature of
Reporting Person

Date

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 or options have already been reported and do not reflect any change.

(2) Shares were gifted to Notre Dame de Sion.

(3) Shares were gifted to St. Paul's School.

(4) Shares were gifted to Tulane University.

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

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