

BRAIN DAVID M
Form 4
August 31, 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

OMB
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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)

909 WALNUT, SUITE 200

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/27/2010

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

CEO & President

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

KANSAS CITY, MO 64106

(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	08/27/2010		S		1,153	D	\$ 42.58 365,880
Common Shares of Beneficial Interest	08/27/2010		S		100	D	\$ 42.585 365,780
Common Shares of Beneficial Interest	08/27/2010		S		200	D	\$ 42.59 365,580

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Common Shares of Beneficial Interest	08/27/2010	S	400	D	\$ 42.6	365,180	D
Common Shares of Beneficial Interest	08/27/2010	S	800	D	\$ 42.61	364,380	D
Common Shares of Beneficial Interest	08/27/2010	S	624	D	\$ 42.62	363,756	D
Common Shares of Beneficial Interest	08/27/2010	S	4,024	D	\$ 42.63	359,732	D
Common Shares of Beneficial Interest	08/27/2010	S	1,036	D	\$ 42.64	358,696	D
Common Shares of Beneficial Interest	08/27/2010	S	720	D	\$ 42.65	357,976	D
Common Shares of Beneficial Interest	08/27/2010	S	176	D	\$ 42.66	357,800	D
Common Shares of Beneficial Interest	08/27/2010	S	20	D	\$ 42.67	357,780	D
Common Shares of Beneficial Interest	08/27/2010	C	4,023	A	\$ 24.86	361,803	D
Common Shares of Beneficial Interest	08/27/2010	C	2,513	A	\$ 39.8	364,316	D
Common Shares of Beneficial Interest	08/27/2010	C	2,380	A	\$ 42.01	366,696	D
	08/27/2010	M	81,547	A	\$ 16.05	448,243	D

Common
Shares of
Beneficial
InterestCommon
Shares of
Beneficial
InterestCommon
Shares of
Beneficial
Interest ⁽¹⁾

08/27/2010

F

52,774

D

(2)

395,469

D

08/27/2010⁽¹⁾J⁽¹⁾0 ⁽¹⁾

A

(1)1,628 ⁽¹⁾

I

Shares
owned by
Spouse ⁽¹⁾

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.**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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Shares of Beneficial Interest	\$ 24.86	08/27/2010		C		4,023		03/11/2004	03/11/2013	Common Shares of Beneficial Interest	4,023
Option to Purchase Common Shares of Beneficial Interest	\$ 39.8	08/27/2010		C		2,513		03/30/2005	03/30/2014	Common Shares of Beneficial Interest	2,513
Option to Purchase Common	\$ 42.01	08/27/2010		C		2,380		11/16/2006	11/16/2015	Common Shares of Beneficial	2,380

Shares of
Beneficial
Interest

Interest

Option to
Purchase

Common
Shares of
Beneficial
Interest

\$ 16.05

08/27/2010

C

81,547

05/09/2002

05/09/2011

Common
Shares of
Beneficial
Interest

81,54

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRAIN DAVID M 909 WALNUT SUITE 200 KANSAS CITY, MO 64106	X		CEO & President	

Signatures

/s/ David M.
Brain

08/31/2010

**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 have already been reported and do not reflect any change.

(2) These shares were assigned to the Company in payment of exercise price and associated taxes.

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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