

Gaming & Leisure Properties, Inc.

Form 4

February 05, 2015

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Burke Desiree A.

2. Issuer Name **and** Ticker or Trading
Symbol
Gaming & Leisure Properties, Inc.
[GLPI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
825 BERKSHIRE BLVD., SUITE
400

3. Date of Earliest Transaction
(Month/Day/Year)
02/03/2015

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
Chief Accounting Officer

(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
____ Form filed by More than One Reporting
Person

WYOMISSING, PA 19610

(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)
Common Stock ⁽¹⁾	02/03/2015		M	3,000 A	\$ 12.41	41,156	D
Common Stock ⁽¹⁾	02/03/2015		S	3,000 D	\$ 34	38,156	D
Common Stock ⁽¹⁾	02/04/2015		M	5,260 A	\$ 12.41	43,416	D
Common Stock ⁽¹⁾	02/04/2015		S	5,260 D	\$ 34	38,156	D
Common Stock ⁽¹⁾	02/04/2015		M	9,911 A	\$ 19.22	48,067	D

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Common Stock ⁽¹⁾ 02/04/2015 S 9,911 D \$ 34 38,156 D

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. 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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Non-Qualified Stock Options (right to buy) ⁽¹⁾	\$ 12.41	02/03/2015		M	3,000	01/02/2013 01/02/2016	Common Stock	3,000
Non-Qualified Stock Options (right to buy) ⁽¹⁾	\$ 12.41	02/04/2015		M	5,260	01/02/2013 01/02/2016	Common Stock	5,260
Stock Options (right to buy) ⁽¹⁾	\$ 19.22	02/04/2015		M	3,990	01/12/2009 01/12/2016	Common Stock	3,990
Non-Qualified Stock Options (right to buy) ⁽¹⁾	\$ 19.22	02/04/2015		M	5,921	01/12/2009 01/12/2016	Common Stock	5,921

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Burke Desiree A. 825 BERKSHIRE BLVD.	Chief Accounting Officer

SUITE 400
WYOMISSING, PA 19610

Signatures

Desiree Burke

02/05/2015

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) The transactions set forth on this Form 4 were made pursuant to a stock trading plan executed by Ms. Burke on October 31, 2014 established pursuant to Rule 10b5-1.

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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