

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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**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

(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)  
02/02/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

KANSAS CITY, MO 64106  
(City) (State) (Zip)

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

**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 Ownership (Instr. 4)			
			Code	V	Amount or Price					
Common Shares of Beneficial Interest	02/02/2012		J <sup>(1)</sup>		0 <sup>(1)</sup>	A	\$ 45.2 (1)	1,628 <sup>(1)</sup>	I <sup>(1)</sup>	Shares Owned by Spouse <sup>(1)</sup>
Common Shares of Beneficial Interest	02/02/2012		A <sup>(2)</sup>		14,350 <sup>(2)</sup>	A	\$ 45.2 (2)	456,506 <sup>(2)</sup>	D <sup>(2)</sup>	
Common Shares of Beneficial Interest	02/02/2012		A <sup>(3)</sup>		29,597 <sup>(3)</sup>	A	\$ 45.2 (3)	486,103 <sup>(3)</sup>	D <sup>(3)</sup>	



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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.

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