

DRUTEN ROBERT J
Form 4
May 13, 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 *
DRUTEN ROBERT J

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
05/12/2010

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

ENTERTAINMENT PROPERTIES
TRUST, 30 WEST PERSHING
ROAD, SUITE 201

(Street)

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 64108

(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 Shares of Beneficial Interest <u>(1)</u>	05/12/2010 ⁽¹⁾		J ⁽¹⁾	0 ⁽¹⁾	A <u>(1)</u>	3,333 ⁽¹⁾	D
Common Shares of Beneficial Interest <u>(1)</u>	05/12/2010 ⁽¹⁾		J ⁽¹⁾	0 ⁽¹⁾	A <u>(1)</u>	3,000 ⁽¹⁾	I IRA

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Share Units <u>(2)</u>	<u>(2)</u>	05/12/2010		A <u>(2)</u>		1,334 <u>(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Shares of Beneficial Interest	1,334
Restricted Share Units <u>(4)</u>	<u>(4)</u>	05/12/2010		A <u>(4)</u>		834 <u>(4)</u>		<u>(3)</u>	<u>(3)</u>	Common Shares of Beneficial Interest	834
Option to Purchase Common Shares of Beneficial Interest <u>(5)</u>	\$ 44.98	05/12/2010		A <u>(5)</u>		1,410 <u>(5)</u>		05/12/2010	05/12/2020	Common Shares of Beneficial Interest	1,410

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DRUTEN ROBERT J ENTERTAINMENT PROPERTIES TRUST 30 WEST PERSHING ROAD, SUITE 201 KANSAS CITY, MO 64108	X

Signatures

/s/ Robert J.
Druten

05/13/2010

__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) Restricted Share Units were issued to Reporting Person in lieu of the Reporting Person's Annual Trustee Retainer fee. Each Restricted Share Unit represents a contingent right to receive one common share of beneficial interest.
- (3) 33% of shares are payable on 5/12/2011; 33% of shares are payable on 5/12/2012; 34% of shares are payable on 5/12/2013.
- (4) Restricted Share Units were issued to Reporting Person pursuant to Company's Equity Incentive Plan. Each Restricted Share Unit represents a contingent right to receive one common share of beneficial interest.
- (5) Option to Purchase Shares were issued to the Reporting Person pursuant to Company's Equity Incentive Plan.

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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