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

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* <u>CARLINO PETER M</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol Gaming & Leisure Properties, Inc. [GLPI] | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner | | | | |
|---|---|--------------------|---|---|--|--|------------------|---|---|--------|----------------------|--|---|---|---|---|---|--|
| (Last) (First) (Middle) 845 BERKSHIRE BOULEVARD | | | | 3. Date of Earliest Transaction (Month/Day/Year) 10/20/2015 | | | | | | | | X Officer (give title below) Other (specify below) CEO | | | | | | |
| (Street) WYOMISSING PA 19610 | | | | 4. | 4. If Amendment, Date of 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 | | | | | |
| (City) | (5 | State) | (Zip) | | | | | | | | | | Person | | | | | |
| | | Tak | le I - No | n-Deri | ivativ | e Se | curi | ties Ac | quired, | Dis | posed o | f, or Be | neficia | lly Owned | ı | | | |
| * | | | 2. Transaction Date (Month/Day/Year) | | ear) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr.) 8) | | | | ed (A) or tr. 3, 4 and | Benefici Owned I | es ially Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | v | Amount | (A) or (D) | Price | Reporte Transac (Instr. 3 | ion(s) | | | (Instr. 4) | |
| Common Stock ⁽¹⁾ | | | 10/2 | 0/2015 | | | | М | | 60,39 | 9 A | \$12. | 41 3,39 | 3,832 | D | | | |
| Common Stock ⁽¹⁾ | | | | 10/2 | 10/20/2015 | | | | S | | 41,28 | 6 D \$3 | | 21 3,35 | 3,352,546 | | D | |
| Common Stock | | | | 10/2 | 10/20/2015 | | | | M | | 14,060 A | | (2) | 3,36 | 3,366,606 | | D | |
| Common Stock | | | | 10/2 | 0/20/2015 | | | | D | | 14,06 | 0 D | \$30. | 06 3,35 | 3,352,546 | | D | |
| Common Stock | | | | | | | | | | | | 7,68 | 7,682,888 | | (3) | By Trusts | | |
| | | | Table II - | Deriv (e.g., | ative puts, | Sec cal | uritie Is, wa | es Acq arrants | uired, E , optio | Dispo | osed of, converti | or Bend ble secu | eficially rities) | y Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | e (Month/Day/Year) | 3A. Deeme Execution if any (Month/Da | Date, | 4. Transaction Code (Instr. 8) | | n of | | 6. Date Exercis. Expiration Date (Month/Day/Yea | | 9 | 7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | Ownersl Form: Direct (Dor Indire (I) (Instr. | Ownership | Beneficial Ownership ct (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisal | ole [| Expiration Date | Title | Amount or Number of Shares | 1 | | | | |
| Non- Qualified Stock Options (right to buy) ⁽¹⁾ | \$12.41 | 10/20/2015 | | | M | | | 60,399 | 01/02/20 | 13 (| 01/02/2016 | Common Stock | 60,399 | \$0.00 | 181,19 | 9 | D | |
| Phantom Stock Units | (2) | 10/20/2015 | | | M | | | 14,060 | 10/20/20 | 15 1 | 10/20/2015 | Common Stock | 14,060 | (2) | 0 | | D | |

Explanation of Responses:

- 1. The identified transactions set forth on this Form 4 were made pursuant to a stock trading plan executed by Mr. Carlino on September 9, 2015 pursuant to Rule 10b5-1.
- 2. The recipient receives a cash payment for each unit equal to the fair market value on the vesting date of one share of the Company's Common Stock. Pursuant to the Company's 2013 Long Term Incentive Compensation Plan, "fair market value" is the closing sales price on the immediately preceding business day of a share of the Company's Common Stock as reported on the principal securities exchange on which shares of the Company's Common Stock are then listed or admitted to trading.
- 3. Includes: (i) 436,701 shares owned by a residuary trust for the benefit of Peter D. Carlino and Peter D. Carlino's children, as to which Mr. Carlino has shared voting and investment power; and (ii) 7,246,187 shares held by the Carlino Family Trust, as to which Peter M. Carlino has sole voting power for certain matters. The reporting person disclaims beneficial ownership of the shares owned by the trusts, except to the extent of his pecuniary interest therein, and this report should not be deemed an admission the reporting person is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

Remarks:

10/22/2015

** Signature of Reporting Person

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

- * 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).

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

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 Number.