FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPR	OVAL
	OMB Number:	3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

hours per response: 0.5

Name and Address of Reporting Person* CLIFFORD WILLIAM J							2. Issuer Name and Ticker or Trading Symbol Gaming & Leisure Properties, Inc. [GLPI]										5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) 845 BER SUITE 2	BERKSHIRE BLVD							3. Date of Earliest Transaction (Month/Day/Year) 02/06/2016										inano	Other (below) cial Office	·		
(Street) WYOMISSING PA 19610						4. If Amendment, Date of Original Filed (Month/Day/Year)									Lin	Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(5	tate)	(Zip)																			
		Tab	le I - Noi	n-Deriv	ative	Sec	curiti	ies Ac	qu	ıired,	Dis	oosed o	of, or	Ben	eficial	ly Owne	d					
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						Execution D		on Date	ate, Tra		ction nstr.		rities Acquired (A) o ed Of (D) (Instr. 3, 4			Benefic	es For ially (D) Following (I) (n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
										Code V		Amount		A) or D)	Price	Transaction(s) (Instr. 3 and 4)				(
Common Stock 02/06/2						2016			M		8,606	5	A	(1)	144,434			D				
Common	Stock			02/06	5/2016	5				D		8,606	5	D	\$26.8	13	5,828		D			
		Т										sed of onverti				Owned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date, Trans Code			of		Ex	Date Exo piration onth/Da	Date	ble and	7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Da Ex	te ercisabl		xpiration ate	Title		Amount or Number of Shares							
Phantom Stock	(1)	02/06/2016			М			8,606		(1)		(1)	Comr	non	8,606	(1)	0		D			

Explanation of Responses:

1. 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. Of the original award of Phantom Stock Units, 8,606 units vested on February 6, 2016.

Remarks:

William J. Clifford

02/09/2016

** Signature of Reporting Person Date

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.