SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287								
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hours per response	: 0.5								

Instruction 1(b).	Johunue. See	F	iled pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response: 0.5					
			or Section 30(h) of the Investment Company Act of 1940						
1. Name and Addres Demchyk Ma	1 0	rson*	2. Issuer Name and Ticker or Trading Symbol Gaming & Leisure Properties, Inc. [GLPI]		tionship of F all applicab Director Officer (gi	,	n(s) to Issuer 10% Owner Other (specif	wner specify	
(Last) 845 BERKSHIR SUITE 200	(First) E BLVD.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2022		below) SVP, Chi	ief Investmen	below) nt Officer		
			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joir	nt/Group Filing (Check Applica	able	
(Street) WYOMISSING	PA	19610		Line) X		Form filed by One Reporting F Form filed by More than One F			
(City)	(State)	(Zip)			1 013011				

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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	01/04/2022		F		2,174	D	\$48.5	44,696	D		
Common Stock ⁽¹⁾	01/04/2022		A		7,763	A	\$ <mark>0</mark>	52,459	D		
Common Stock	01/04/2022		F		3,376	D	\$48.5	49,083	D		
Common Stock ⁽²⁾	01/04/2022		A		46,250	A	\$ <mark>0</mark>	95,333	D		
Common Stock	01/04/2022		F		20,110	D	\$48.5	75,223	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(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. Transa Code (8)		5. Number of Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		iration Date Amount of		Amount of Security derivative Security Underlying (Instr. 5) Beneficialt Owned Security (Instr. 5) Securit		derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents receipt of dividends related to performance-based restricted stock that accrued during the applicable performance period on the shares earned and paid on January 4, 2022.

2. Reflects performance-based restricted stock earned and paid on January 4, 2022. The award had a performance period beginning on January 2, 2019 and ending December 31, 2021. The shares which vested at the end of the performance period was based upon the Company's three-year total shareholder return ranking among the three-year return of the companies included in the MSCI US REIT Index and Triple-Net REIT peers.

Remarks:

<u>/s/Matthew Demchyk</u>

** Signature of Reporting Person Date

01/06/2022

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.