

SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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	
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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).

1. Name and Address of Reporting Person* PETERSON MARK ALAN (Last) (First) (Middle) 4100 N MULBERRY DR STE. 200 (Street) KANSAS CITY MO 64116 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol ENTERTAINMENT PROPERTIES TRUST [epr]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Vice President and CFO
	3. Date of Earliest Transaction (Month/Day/Year) 08/08/2008	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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)
			Code	V	Amount	(A) or (D)	Price			
Common Shares of Beneficial Interest	08/08/2008		M		2,978	A	\$33.58	19,664	I	Jill J. Peterson and Mark A. Peterson, TTEES Jill J. Peterson Rev. Trust U/T/A dtd 3/1/06
Common Shares of Beneficial Interest	08/08/2008		M		722	A	\$42.01	20,386	I	Jill J. Peterson and Mark A. Peterson, TTEES Jill J. Peterson Rev. Trust U/T/A dtd 3/1/06
Common Shares of Beneficial Interest	08/08/2008		M		74	A	\$42.46	20,460	I	Jill J. Peterson and Mark A. Peterson, TTEES Jill J. Peterson Rev. Trust U/T/A dtd 3/1/06
										Jill J. Peterson and

Common Shares of Beneficial Interest	08/08/2008	F	2,434	D	(2)	18,026	I	Mark A. Peterson, TTEES Jill J. Peterson Rev. Trust U/T/A dtd 3/1/06
Common Shares of Beneficial Interest	08/08/2008	J ⁽¹⁾	0 ⁽¹⁾	A	(1)	38,323	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	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
Option to Purchase Common Shares of Beneficial Interest	\$33.58	08/08/2008		C		2,978		06/14/2005	06/14/2014	Common Shares of Beneficial Interest	2,978	\$33.58	26,467	D	
Option to Purchase Common Shares of Beneficial Interest	\$42.01	08/08/2008		C		722		11/16/2006	11/16/2015	Common Shares of Beneficial Interest	722	\$42.01	25,745	D	
Option to Purchase Common Shares of Beneficial Interest	\$42.46	08/08/2008		C		74		01/01/2007	01/01/2016	Common Shares of Beneficial Interest	74	\$42.46	25,671	D	

Explanation of Responses:

- 1. These shares have already been reported and do not reflect any change.
- 2. These shares were assigned to the Company in payment of exercise price and associated taxes.

/s/ Mark A. Peterson 08/12/2008
 ** 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.