

Gaming & Leisure Properties, Inc.
 Form 3
 May 09, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Burke Desiree A.		(Month/Day/Year)	Gaming & Leisure Properties, Inc. [GLPI]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		04/30/2014		
825 BERKSHIRE BLVD.,Â SUITE 400			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
WYOMISSING,Â PAÂ 19610			Chief Accounting Officer	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	25,656	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Non-Qualified Stock Option (right to buy)	11/04/2013 ⁽¹⁾ 01/12/2016	Common Stock 15,833 \$ 19.22	D Â
Non-Qualified Stock Option (right to buy)	11/04/2013 ⁽¹⁾ 01/01/2017	Common Stock 29,864 \$ 24.15	D Â
Non-Qualified Stock Option (right to buy)	11/04/2013 ⁽¹⁾ 07/08/2018	Common Stock 28,616 \$ 17.34	D Â
Non-Qualified Stock Option (right to buy)	11/04/2013 ⁽¹⁾ 01/02/2016	Common Stock 16,520 \$ 12.41	D Â
Non-Qualified Stock Option (right to buy)	11/04/2013 ⁽¹⁾ 01/02/2017	Common Stock 16,520 \$ 15.78	D Â
Non-Qualified Stock Option (right to buy)	Â ⁽²⁾ 01/03/2018	Common Stock 33,039 \$ 20.4	D Â
Non-Qualified Stock Option (right to buy)	Â ⁽³⁾ 01/03/2019	Common Stock 33,039 \$ 22.09	D Â
Incentive Stock Options (right to buy)	11/04/2013 ⁽¹⁾ 01/12/2016	Common Stock 3,990 \$ 19.22	D Â
Incentive Stock Options (right to buy)	11/04/2013 ⁽¹⁾ 01/01/2017	Common Stock 3,174 \$ 24.16	D Â
Incentive Stock Options (right to buy)	11/04/2013 ⁽¹⁾ 07/08/2018	Common Stock 4,423 \$ 17.34	D Â
Phantom Stock Unit	Â ⁽⁴⁾ Â ⁽⁴⁾	Common Stock 1,218 \$ ⁽⁵⁾	D Â
Phantom Stock Unit	Â ⁽⁶⁾ Â ⁽⁶⁾	Common Stock 1,774 \$ ⁽⁵⁾	D Â
Phantom Stock Unit	Â ⁽⁷⁾ Â ⁽⁷⁾	Common Stock 2,529 \$ ⁽⁵⁾	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burke Desiree A. 825 BERKSHIRE BLVD. SUITE 400 WYOMISSING, PA 19610	Â	Â	Â Chief Accounting Officer	Â

Signatures

/s/ Desiree Burke
05/09/2014
Date

Signature of
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 options were issued as a result of the spin-off of the Company from Penn National Gaming, Inc. The options were fully vested on the effective date of the spin and were exercisable beginning November 4, 2013.
- (2) Options to purchase 24,779 shares of common stock are exercisable immediately and options to purchase 8,260 shares of common stock will become exercisable on January 3, 2015.
- (3) Options to purchase 16,519 shares of common stock are exercisable immediately and options to purchase 8,260 shares of common stock will become exercisable on each of January 3, 2015 and January 3, 2016.
- (4) The Phantom Stock Unit is scheduled to vest as follows: 610 units on October 20, 2014 and 608 units on October 20, 2015.
- (5) Upon vesting, the recipient is entitled to 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.
- (6) The Phantom Stock Unit is scheduled to vest as follows: 888 units on February 6, 2015 and 886 units on February 6, 2016.
- (7) The Phantom Stock Unit is scheduled to vest as follows: 843 units on January 29, 2015, 844 units on January 29, 2016 and 842 units on January 29, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.