

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *  |                         |             |  |   | 2. Issuer Name and Ticker or Trading Symbol               |                             |                                 |  |  |                    |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)           |  |  |                                  |  |
|--|-------------------------|-------------|--|---|---|-----------------------------|---------------------------------|--|--|--------------------|--|---|--|--|----------------------------------|--|
| Seibert Gregg A  |                         |             |  |   | ESSENTIAL PROPERTIES REALTY<br>TRUST, INC. [ EPRT ]       |                             |                                 |  |  |                    |  |   |  | 10%  | Owner                            |  |
| (Last)   | (Last) (First) (Middle) |             |  | 3. 1                                    | 3. Date of Earliest Transaction (MM/DD/YYYY)              |                             |                                 |  |  |                    |  |   | _X_ Officer (give title below) Other (specify below)  Executive VP and COO |  |                                  |  |
| 902 CARNE<br>BLVD., SUIT   | _                       | NTER        |  |   |   |                             | 1/18                            | 3/20   | )22  |                    |  |   |  |  |                                  |  |
|  | (Stree                  | et)         |  | 4.                                      | If An   | nendme                      | nt, Date O                      | rigin  | al File                                    | d (MM/DI           | D/YYY  | Y) 6. Individual of   | or Joint/G   | roup Filing  | Check Appl                       | icable Line)   |
| PRINCETON, NJ 08540 (City) (State) (Zip)   |                         |             |  |   |   |                             |                                 |  |  |                    |  | X_Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |                                  |  |
|  |                         |             | Table I -                              | Non-Dei                                 | ivati   | ive Secu                    | ırities Acq                     | uire   | ed, Dis                                    | posed of           | f, or I  | Beneficially Owne   | ed   |  |                                  |  |
| 1.Title of Security (Instr. 3)   |                         |             | Trans. Date                            | 2A. Deemed<br>Execution<br>Date, if any |   | 3. Trans. Co.<br>(Instr. 8) | de                              | 4. Securities Acquire<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |  |                    | 5. Amount of Securit<br>Following Reported<br>(Instr. 3 and 4) | ies Beneficially Owned<br>Transaction(s)  |  | Ownership<br>Form:<br>Direct (D)   | Beneficial<br>Ownership          |  |
|  |                         |             |  |   |   |                             | Code                            | V  | Amoun                                      | (A) or (D)         | Price  |   |  |  | or Indirect<br>(I) (Instr.<br>4) | (Instr. 4)   |
| Common Stock 1/  |                         |             | 1/18/2022                              | 22                                      |   | <b>A</b> (1)                |                                 | 76885  | A  | \$0                | 258823   |   | D  |  |                                  |  |
| Common Stock 1/18/20:  |                         |             |  | 1/18/2022                               | 022   |                             | F                               |  | 13292                                      | D                  | \$27.6   | 245531  |  | D  |                                  |  |
|  | Tab                     | le II - Der | ivative S                              | ecurities                               | Bene  | eficially                   | Owned (a                        | e.g.,  | puts, c                                    | calls, wa          | rrant  | s, options, conver  | tible secu   | ırities)   |                                  |  |
| 1. Title of Derivate Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Tra |                         |             | 3A. Deeme<br>Execution<br>Date, if any | (Instr. 8)                              | s. Code 5. Number Derivative Acquired Disposed (Instr. 3, |                             | ve Securities I (A) or I of (D) |  | 6. Date Exercisable<br>and Expiration Date |                    |  | e and Amount of<br>ties Underlying<br>tive Security<br>3 and 4)                   |  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | Ownership<br>Form of             | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |                         |             |  | Code                                    | V   | (A)                         | (D)                             | Date<br>Exer   | e<br>rcisable                              | Expiration<br>Date |  | Amount or Number of<br>Shares   |  | Transaction(s)<br>(Instr. 4)   |                                  |  |

#### **Explanation of Responses:**

(1) Represents shares acquired upon the achievement of the performance criteria underlying the award of performance-based restricted stock units granted to the reporting person in 2019, of which 50% were immediately vested upon certification of the achievement of the performance criteria and the remaining 50% will vest on December 31, 2022, subject to the reporting person's continued service through such date.

## Remarks:

Exhibit 24.1 - Power of Attorney (incorporated by reference to the Power of Attorney filed as Exhibit 24.1 to the Form 4 filed by the reporting person on January 11, 2022.)

### **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                      |       |  |  |  |  |
|--|---------------|-----------|----------------------|-------|--|--|--|--|
| Reporting Owner Name / Address   | Director      | 10% Owner | Officer              | Other |  |  |  |  |
| Seibert Gregg A<br>902 CARNEGIE CENTER BLVD.<br>SUITE 520<br>PRINCETON, NJ 08540 |               |           | Executive VP and COO |       |  |  |  |  |

#### **Signatures**

/s/ Timothy J. Earnshaw, attorney-in-fact 1/20/2022

\*\*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.

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