

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

# 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 <sup>*</sup> -	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
		(Check all applicable)
Mavoides Peter M.	ESSENTIAL PROPERTIES REALTY	
	TRUST, INC. [ EPRT ]	X_Director10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	X_Officer (give title below) Other (specify below)
		President and CEO
902 CARNEGIE CENTER	3/26/2024	
BLVD., SUITE 520		
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
PRINCETON, NJ 08540		X Form filed by One Reporting Person Form filed by More than One Reporting Person
(City) (State) (Zip)		Form filed by More than One Reporting Person

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

					,		,	5		
1.Title of Security	2. Trans. Date	2A. Deemed	ned 3. Trans. Code		4. Securities Acquired (A)		uired (A)	5. Amount of Securities Beneficially Owned	6.	7. Nature
(Instr. 3)		Execution	(Instr. 8)		or Disposed of (D)		)	Following Reported Transaction(s)	Ownership	of Indirect
		Date, if any	· · · ·		(Instr. 3, 4 and 5)			(Instr. 3 and 4)	Form:	Beneficial
		-							Direct (D)	Ownership
									or Indirect	(Instr. 4)
						(A) or			(I) (Instr.	
			Code	V	Amount	(D)	Price		4)	
Common Stock	3/26/2024		S(1)		9,188	D	\$26.01 ( <u>2</u> )	554,904	D	

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

							0.1			-				
2.	3. Trans.	3A. Deemed	4. Trans. C	Code	5. Number	of	6. Date Exer	rcisable	7. Titi	e and Amount of	8. Price of	9. Number of	10.	11. Nature
Conversion	Date	Execution	(Instr. 8)		Derivative	Securities	and Expirati	on Date	Secur	ities Underlying	Derivative	derivative	Ownership	of Indirect
or Exercise		Date, if any			Acquired (A	A) or	-		Deriv	ative Security	Security	Securities	Form of	Beneficial
Price of		-			Disposed o	f (D)			(Instr	3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
Derivative					(Instr. 3, 4 a	and 5)						Owned	Security:	(Instr. 4)
Security												Following	Direct (D)	
							-					Reported	or Indirect	
							Date	Expiration	Title	Amount or Number of		Transaction(s)	(I) (Instr.	
			Code	V	(A)	(D)	Exercisable	Date	11110	Shares		(Instr. 4)	4)	
	or Exercise Price of Derivative	Conversion Date or Exercise Price of Derivative	Conversion or Exercise Price of Derivative	Conversion Date Execution Date, if any (Instr. 8) Derivative Security	Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security Date Execution Date, if any Conversion Date, if any Date, if any Conversion Date, if any Conversio	2. 3. Trans. Date 3. Trans. Date 3. Determed 4. Trans. Code 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	2.     3. Trans.     3A. Deemed     4. Trans. Code     5. Number of Derivative Securities     6. Date Exec       Conversion or Exercise Price of Security     Date, if any     Instr. 8)     Derivative Securities     6. Date Exec       Derivative Security     Security     Instr. 8)     Instr. 8)     Instr. 8)     Instr. 8)     Instr. 8)	2.       3. Trans.       3A. Deemed       4. Trans. Code       5. Number of       6. Date Exercisable         Conversion or Exercise Price of Derivative Securitive Security       Date, if any       (Instr. 8)       Date, if any       6. Date Exercisable         Derivative Security       Security       Instr. 8)       Derivative Securities       6. Date Exercisable	2.       3. Trans.       3A. Deemed       4. Trans. Code       5. Number of       6. Date Exercisable       7. Titl         Conversion or Exercise Price of       Date, if any       Date, if any       9. Conversion       1. Securid (A) or       1. Securid (A) or	Conversion or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date, if any Security Let the price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date the price of Derivative Security (Instr. 3 and 4) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and 5) Date the price of Derivative Security (Instr. 4 and	2.       3. Trans.       3A. Deemed       4. Trans. Code       5. Number of       6. Date Exercisable       7. Title and Amount of       8. Price of         Derivative       Date       Execution       Date, if any       4. Trans. Code       5. Number of       6. Date Exercisable       7. Title and Amount of       8. Price of         Derivative       Derivative       Securities       Instr. 8)       Disposed of (D)       (Instr. 3, 4 and 5)       6. Date Exercisable       7. Title and Amount of       8. Price of         Derivative       Security       (Instr. 3, 4 and 5)       Instr. 3, 4 and 5)       10. Instr. 3       10. Instr. 3	2.       3. Trans.       3A. Deemed       4. Trans. Code       5. Number of       6. Date Exercisable       7. Title and Amount of       8. Price of       9. Number of         Conversion       Date       Date       Execution       Date, if any       Instr. 8)       Derivative Securities       6. Date Exercisable       7. Title and Amount of       8. Price of       9. Number of         Derivative       Derivative       Securities       Instr. 3)       Instr. 3, 4 and 5)       Instr. 3, 4 and 5)       Owned       Following	2.       3. Trans.       3A. Deemed       4. Trans. Code       5. Number of       6. Date Exercisable       7. Title and Amount of       8. Price of       9. Number of       10.         Conversion       Date       Execution       Date, if any       Instr. 8)       Derivative Securities       6. Date Exercisable       7. Title and Amount of       8. Price of       9. Number of       10.         Derivative       Date, if any       Disposed of (D)       (Instr. 3, 4 and 5)       Instr. 3, 4 and 5)       Owned       Security:       Security:

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

(1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 18, 2023.

(2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$26.00 to \$26.035, inclusive. The reporting person undertakes to provide to Essential Properties Realty Trust, Inc., any security holder of Essential Properties Realty Trust, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2).

#### **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 November 4, 2021.)

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Mavoides Peter M. 902 CARNEGIE CENTER BLVD. SUITE 520 PRINCETON, NJ 08540	X		President and CEO					

### Signatures

# /s/ Timothy J. Earnshaw, attorney-in-fact

\*\*Signature of Reporting Person

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

3/28/2024

Date

\* 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 control number.