

[ ] 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)				
nothy J									S REA	ALTY	Director		10%	ó Owner		
(First)	) (M	Middle)	3.	Date	of Earl	iest Trans	actio	on (MM	/DD/YYYY	Y)				her (specify	below)	
HE CEN E 520	NTER					5/1	12/2	020								
, NJ 08	540	in)	4.	If An	nendme	ent, Date (	Origi	inal Fil	ed (MM/I	DD/YYY	X Form filed b	y One Repor	rting Person		licable Line)	
,) (3.11	, (=		Non-De	rivat	ive Sec	urities A	cqui	red, Di	sposed	of, or	Beneficially Own	ed				
		2. Tra	ns. Date	Execu	tion	(Instr. 8)	ode V	Dispose (Instr. 3	ed of (D) , 4 and 5) (A) or		Following Reported (Instr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect (I) (Instr.	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
т.ь	L. II. D.			D	- <b>6</b>	P	(	825	A			25194	:4:)	D		
Conversion r Exercise rice of Derivative ecurity	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans	ns. Code 5. Numb Derivati Acquire Dispose		per of ve Securities d (A) or d of (D)	6. I Exp	6. Date Exercisable and		7. Titl Securi Deriva (Instr.	e and Amount of ties Underlying ative Security	8. Price of Derivative Security	9. Number of	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(First)  (First)  FIE CEN  E 520  (Stre  , NJ 083  ) (Sta	(First) (Note of the property	(First) (Middle)  FIE CENTER E 520 (Street)  , NJ 08540 (State) (Zip)  Table I - P  2. Tra  5/12  Table II - Derivative Section on Part of the Street of the	Conversion   Con	ESSE TRUS   (First) (Middle)   3. Date	ESSENTIA TRUST, IN  (First) (Middle) 3. Date of Earl  EECENTER E 520 (Street) 4. If Amendment  NJ 08540 (State) (Zip)  Table II - Non-Derivative Sec    2. Trans. Date   2A. Deemed   Execution   Date, if any	ESSENTIAL PRO TRUST, INC. [EP  (First) (Middle) 3. Date of Earliest Trans  FIE CENTER 5/1  (Street) 4. If Amendment, Date of Execution Date, if any  Table II - Derivative Securities Beneficially Owned  Table II - Derivative Securities Beneficially Owned  Street Date Securities Beneficially Owned  (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Date, if any  Table II - Derivative Securities Beneficially Owned  Table II - Derivative Securities Beneficially Owned	ESSENTIAL PROPE TRUST, INC. [ EPRT  (First) (Middle)  3. Date of Earliest Transaction  (Street)  (Street)  (Street)  4. If Amendment, Date Orig  (State)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acqui  2. Trans. Date  (Instr. 8)  Code  V  Table II - Derivative Securities Beneficially Owned (e.g.  (Instr. 8)  Table II - Derivative Securities Beneficially Owned (e.g.  (Instr. 8)  Table II - Derivative Securities Beneficially Owned (e.g.  (Instr. 8)  Table II - Derivative Securities Beneficially Owned (e.g.  Acquired (A) or Disposed of (D)	ESSENTIAL PROPERTIE TRUST, INC. [EPRT]  3. Date of Earliest Transaction (MM. EECENTER E 520  (Street)  4. If Amendment, Date Original Fil  (State)  (State)  2. Trans. Date Execution Date, if any  2. Trans. Date Execution Date, if any  3. Trans. Code (Instr. 8)  Code V Amount Execution Date, if any  3. Trans. Code (Instr. 3)  Code V Amount Execution Date, if any  3. Trans. Code (Instr. 8)  Code Execution Date, if any  3. Trans. Code (Instr. 8)  Code Execution Date, if any  3. Trans. Code (Instr. 8)  Code Execution Date, if any  6. Date Exertise Expiration Execution Execution Date, if any Date, if any  Code Execution Date Execution	ESSENTIAL PROPERTIES REATRUST, INC. [EPRT]  (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY)  FIE CENTER 5/12/2020  (Street) 4. If Amendment, Date Original Filed (MM/D)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (D)  (Instr. 3, 4 and 5)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, wone)  Table II - Derivative Securities Beneficially Owned (A) or Date, if any  Table II - Derivative Securities Beneficially Owned (A) or Derivative Securities Acquired (A) or Date, if any  Table II - Derivative Securities Beneficially Owned (E.g., puts, calls, wone)  Table II - Derivative Securities Beneficially Owned (A) or Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D)  Table II - Derivative Securities Beneficially Owned (E.g., puts, calls, wone)  Table II - Derivative Securities Beneficially Owned (A) or Derivative Securities Acquired	ESSENTIAL PROPERTIES REALTY TRUST, INC. [EPRT]  3. Date of Earliest Transaction (MM/DD/YYYY)  EECENTER  5/12/2020  (Street)  4. If Amendment, Date Original Filed (MM/DD/YYY  NJ 08540  (State)  2. Trans. Date  3. Trans. Code Execution Date, if any  3. Trans. Code Code V Amount (A) or (D) Price  5/12/2020  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrant)  Table II - Derivative Securities Beneficially Owned (a) or Date, if any  3. Trans. Date  3. Trans. Date Code V Amount (A) or Derivative Securities Code Execution Date, if any  3. Trans. Date Exercise Conversion Date, if any Date in an	Check all application   Application   Application   Check all application   Applicatio	ESSENTIAL PROPERTIES REALTY TRUST, INC. [EPRT]  (First) (Middle)  3. Date of Earliest Transaction (MM/DD/YYYY)  ESSENTIAL PROPERTIES REALTY TRUST, INC. [EPRT]  3. Date of Earliest Transaction (MM/DD/YYYY)  ESSENTIAL PROPERTIES REALTY Transaction (MM/DD/YYYY)  SVP & Chief Account  SVP & Chief Account  (Street)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  (State) (Zip)   Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Execution Date, if any  Supposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible security of Execution Date, if any Date (Instr. 8)  3. Trans. Date Supposed of (Instr. 8)  Supposed of (D) (Instr. 3 and 4)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible security (Instr. 3) and 4)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible security (Instr. 3) and 4)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible security (Instr. 3) and 4)  Table II - Derivative Securities Beneficially Owned (Instr. 8)  Date Securities Underlying Derivative Security (Instr. 3) and 4)  Supposed of (D) (Instr. 5)  Table II - Derivative Security (Instr. 3) and 4)  Supposed of (D) (Instr. 5)	Check all applicable   Check all applicable	Check all applicable   Check all all applicable   Check all all applicable   Check all all applicable   Check all all applicable   Chec	

#### xplanation of Responses:

## Remarks:

Exhibit 24.1 - Power of Attorney (incorporated by reference to the Power of Attorney filed as Exhibit 24.1 to the Form 3 filed by the reporting person on January 29, 2020)

Reporting Owners

reporting Owners									
Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Earnshaw Timothy J									
902 CARNEGIE CENTER BLVD.			SVP & Chief Accounting Officer						
SUITE 520			SVF & Chief Accounting Officer						
PRINCETON, NJ 08540									

### **Signatures**

/s/ Peter M. Mavoides, attorney-in-fact 5/13/2020 \*\*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).

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.