

# FORM 4

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

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

## 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)	
Eldridge Industries, LLC		ESSENTIAL PROPERTIES REALTY TRUST, INC. [ EPRT ]		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
600 STEAMBOAT ROAD		7/22/2019			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
GREENWICH, CT 06830				<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Stock	7/22/2019		C	(1)	17359745	A	(1)	17359745	I	By EPRT Holdings, LLC (2)
Common Stock	7/22/2019		C	(1)	1142960	A	(1)	8928571	I	By Security Benefit Life Insurance Company (3)
Common Stock	7/22/2019		S	(4)(5)	17359745	D	\$19.5525 (4)(5)	0	I	By EPRT Holdings, LLC (2)
Common Stock	7/22/2019		S	(4)(5)	8928571	D	\$19.5525 (4)(5)	0	I	By Security Benefit Life Insurance Company (3)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
OP Units (1)	(1)	7/22/2019		C	(1)	17359745	(1)	(1)	Common Stock	17359745	(1)	0	I (2)	By EPRT Holdings, LLC (2)
OP Units (1)	(1)	7/22/2019		C	(1)	1142960	(1)	(1)	Common Stock	1142960	(1)	0	I (3)	By Security Benefit Life Insurance Company (3)

### Explanation of Responses:

(1) On July 22, 2019, EPRT Holdings, LLC ("EPRT") redeemed 17,359,745 OP Units and received 17,359,745 shares of common stock of Essential Properties Realty Trust, Inc. (the "Issuer") and Security Benefit Life Insurance Company ("SBL") redeemed 1,142,960 OP Units and received 1,142,960 shares of common stock of the Issuer. Each OP Unit represented a unit of limited partnership interest in Essential Properties, L.P., the operating partnership through which the Issuer conducts its operations. Each OP Unit was redeemable for cash or, at the election of the Issuer, shares of common stock of the Issuer on a one-for-one basis. The OP Units had no expiration date.

- (2) These OP Units and shares of common stock of the Issuer were held directly by EPRT. EPRT is indirectly controlled by Eldridge Industries, LLC ("Eldridge"). Todd L. Boehly, the indirect controlling member of Eldridge, may have been deemed to have had voting and dispositive power with respect to the OP Units and shares of common stock of the Issuer that were beneficially owned by EPRT. Mr. Boehly disclaims that he had beneficial ownership of the OP Units and shares of common stock of the Issuer that were held by EPRT, except to the extent of his pecuniary interest therein.
- (3) These OP Units and shares of common stock of the Issuer were held directly by SBL. Eldridge, as the indirect control person of SBL, had been deemed to beneficially own the OP Units and shares of common stock of the Issuer that were held directly by SBL. Todd L. Boehly, the indirect controlling member of Eldridge, may have been deemed to have had voting and dispositive power with respect to the OP Units and shares of common stock of the Issuer that were beneficially owned by Eldridge. Mr. Boehly disclaims that he had beneficial ownership of the OP Units and shares of common stock of the Issuer that were beneficially owned by Eldridge, except to the extent of his pecuniary interest therein.
- (4) On July 17, 2019, the Issuer, Essential Properties, L.P., EPRT, SBL and Citigroup Global Markets Inc. (the "Underwriter") entered into an Underwriting Agreement (the "Underwriting Agreement") in connection with an underwritten public offering of the Issuer's common stock, pursuant to which EPRT agreed to sell 15,095,431 shares of common stock of the Issuer and SBL agreed to sell 7,763,975 shares of common stock of the Issuer (collectively, the "Initial Sales"). In addition, pursuant to the Underwriting Agreement, each of EPRT and SBL granted the Underwriter an option (the "Option") to purchase additional shares of common stock to cover overallocments.
- (5) (Continued from footnote 4) The Underwriter exercised the Option in full on July 18, 2019, and EPRT sold an additional 2,264,314 shares of common stock of the Issuer and SBL sold an additional 1,164,596 shares of common stock of the Issuer to the Underwriter. Both the Initial Sales and the sales resulting from the exercise of the Option closed on July 22, 2019. The sales price reported in this Form 4 reflects underwriting discounts. The public offering price in the underwritten public offering was \$19.75 per share.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Eldridge Industries, LLC</b> <b>600 STEAMBOAT ROAD</b> <b>GREENWICH, CT 06830</b>		X		
<b>EPRT Holdings, LLC</b> <b>600 STEAMBOAT ROAD</b> <b>GREENWICH, CT 06830</b>		X		
<b>Boehly Todd L</b> <b>600 STEAMBOAT ROAD</b> <b>GREENWICH, CT 06830</b>		X		

#### Signatures

**ELDRIDGE INDUSTRIES, LLC, Name: /s/ Todd Boehly**

**7/23/2019**

--Signature of Reporting Person

Date

**EPRT HOLDINGS, LLC, Name: /s/ Anthony D. Minella, Title: Manager**

**7/23/2019**

--Signature of Reporting Person

Date

**/s/ Todd L. Boehly**

**7/23/2019**

--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 control number.

Exhibit 99.1

Form 4 Joint Filer Information

Name: EPRT Holdings, LLC

Address: 600 Steamboat Road  
Greenwich CT 06830

Date of Event Requiring Statement: 07/22/19

Name: Todd L. Boehly

Address: 600 Steamboat Road  
Greenwich CT 06830

Date of Event Requiring Statement: 07/22/19