

Gaming & Leisure Properties, Inc.
Form 8-A12B
October 09, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Gaming and Leisure Properties, Inc.

(Exact name of registrant as specified in its charter)

Pennsylvania
(State of incorporation or organization)

825 Berkshire Blvd., Suite 400
Wyomissing, Pennsylvania
(Address of principal executive offices)

46-2116489
(I.R.S. Employer Identification No.)

19610
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
to be so registered
Common stock, par value \$0.01 per share

Name of each exchange on which
each class is to be registered
The NASDAQ Stock Market LLC

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If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. x

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. o

Securities Act registration statement file number to which this form relates: **333-188608**

Securities to be registered pursuant to Section 12(g) of the Act: **None.**

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

For a description of the common stock, par value \$0.01 per share, of Gaming and Leisure Properties, Inc. (the Registrant) being registered hereunder, reference is made to the information set forth under the heading Description of Capital Stock of GLPI in the Registrant's Prospectus, which constitutes a part of the Registrant's Registration Statement on Form S-11 (File No. 333-188608) (the Registration Statement), filed under the Securities Act of 1933, as amended (the Securities Act), with the Securities and Exchange Commission (the Commission), including any form of prospectus relating thereto filed pursuant to Rule 424(b) under the Securities Act, which information shall be incorporated herein by reference. The Registration Statement was originally filed with the Commission on May 15, 2013, and may hereafter be amended.

Item 2. Exhibits.

Not applicable.

* * *

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Dated: October 9, 2013

GAMING AND LEISURE PROPERTIES, INC.

(Registrant)

By: */s/ William J. Clifford*
Name: William J. Clifford
Title: Chief Financial Officer