

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

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-A**

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**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.**

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**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.

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**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