

ENTERPRISE FINANCIAL SERVICES CORP
 Form 5
 February 03, 2005

FORM 5

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
 EICHNER KEVIN C

2. Issuer Name and Ticker or Trading Symbol
 ENTERPRISE FINANCIAL SERVICES CORP [EFSC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2004

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 President and CEO

150 NORTH MERAMEC
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
 (check applicable line)

ST. LOUIS, MO 63105

Form Filed by One Reporting Person
 ___ 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. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 38,550 | D | Â |
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 9,107 | I | EBSP III, LLC |
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 294,650 | I | MEH LLC |
| COMMON STOCK | 12/17/2004 | Â | G | 806 | D | \$ 0 | 86,646 | I | BY TRUST |

| | | | | | | | | | |
|--------------|------------|---|---|-----|---|------|--------|---|----------|
| COMMON STOCK | 12/17/2004 | Â | G | 538 | D | \$ 0 | 86,108 | I | BY TRUST |
| COMMON STOCK | 12/17/2004 | Â | G | 188 | D | \$ 0 | 85,920 | I | BY TRUST |
| COMMON STOCK | 12/17/2004 | Â | G | 538 | D | \$ 0 | 85,382 | I | BY TRUST |

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

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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | | 7. Title and Underlying Security (Instr. 3 and 4) |
|---|--|---|---|-----------------------------------|--|-----|---|-----------------|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | |
| INCENTIVE STOCK OPTION (RIGHT TO BUY) | \$ 5.33 | Â | Â | Â | Â | Â | 04/01/2002 | 04/01/2007 | COMMON STOCK |
| INCENTIVE STOCK OPTION (RIGHT TO BUY) | \$ 11.75 | Â | Â | Â | Â | Â | 07/01/2006 | 07/01/2011 | COMMON STOCK |
| INCENTIVE STOCK OPTION (RIGHT TO BUY) | \$ 15 | Â | Â | Â | Â | Â | 09/01/2005 | 09/01/2010 | COMMON STOCK |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 13.4 | Â | Â | Â | Â | Â | 05/13/2006 | 05/13/2013 | COMMON STOCK |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 9.3 | Â | Â | Â | Â | Â | 07/01/2005 | 07/01/2012 | COMMON STOCK |

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

EICHNER KEVIN C
150 NORTH MERAMEC ^ ^ ^ President and CEO ^
ST. LOUIS, MO 63105

Signatures

Kevin C. Eichner by Power of 02/03/2005
Attorney

Signature of Reporting Person Date

Explanation of Responses:

- * 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 provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.