

ENTERPRISE FINANCIAL SERVICES CORP  
 Form 5  
 February 15, 2006

**FORM 5**

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

OMB APPROVAL  
 OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

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)  
 12/31/2005

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 President & CEO

150 N. MERAMEC  
 (Street)

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

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

CLAYTON, MO 63105

\_\_\_X\_\_\_ 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 Ownership (Instr. 4)
Common Stock	^	^	^	^	^	^	38,550	D	^
Common Stock	^	^	^	^	^	^	9,107	I	EBSP III, LLC
Common Stock	^	^	^	^	^	^	299,650	I	MEH LLC
Common Stock	^	^	^	^	^	^	115,382	I	by Trust

Edgar Filing: ENTERPRISE FINANCIAL SERVICES CORP - Form 5

Restricted Share Units     Â                     Â                     Â                     Â                     Â                     13,300                     D                     Â

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.**                     SEC 2270 (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 Amount of Underlying Security (Instr. 3 and 4)	Ar or Nu of
Incentive Stock Option (right to buy)	\$ 11.75	Â	Â	Â	Â    Â	Date Exercisable: 10/01/2004 <sup>(1)</sup> Expiration Date: 07/01/2011	Common Stock	5
Incentive Stock Option (right to buy)	\$ 15	Â	Â	Â	Â    Â	Date Exercisable: 10/01/2004 <sup>(1)</sup> Expiration Date: 09/01/2010	Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 13.4	Â	Â	Â	Â    Â	Date Exercisable: 10/01/2004 <sup>(1)</sup> Expiration Date: 05/13/2013	Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 9.3	Â	Â	Â	Â    Â	Date Exercisable: 10/01/2004 <sup>(1)</sup> Expiration Date: 07/01/2012	Common Stock	8
Non-Qualified Stock Option (right to buy)	\$ 21.97	Â	Â	Â	Â    Â	Date Exercisable: 11/14/2008 <sup>(2)</sup> Expiration Date: 11/14/2015	Common Stock	5

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EICHNER KEVIN C 150 N. MERAMEC CLAYTON, MO 63105	Â	Â	Â President & CEO	Â

## Signatures

/s/ Kevin C.  
Eichner

02/13/2006

\_\_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).
- (1) Effective 10/1/2004 the Board fully vested the outstanding employee and Director stock options.
  - (2) Options vest 33% per year for three years Once vested, restricted share units do not expire. Restricted share units granted January 31, 2005 have a 5 year vesting schedule (20% per year).

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.