SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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	s of Reporting Persor	*	2. Issuer Name and Ticker or Trading Symbol ENCORE CAPITAL GROUP INC [ECPG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Grinberg Pau</u>	<u>l</u>				Director	10% Owner			
				x	Officer (give title	Other (specify			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)			
	DEL RIO NORTH	SUITE 103	11/10/2014		Executive VP, CFO & Treasurer				
3111 CAMINO DEL RIO NORTH, SUITE 103									
			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applical						
(Street)				Line)					
SAN DIEGO	CA	92108		X	Form filed by One Reporti	ng Person			
					Form filed by More than One Reporting				
(City)	(State)	(Zip)			Person				
	(Sidie)	(⁴ ' ⁴)							

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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	11/10/2014		М		33,334(1)	A	\$22.17	224,457	D		
Common Stock	11/10/2014		S		33,334(1)	D	\$45.0318(2)	191,123	D		

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. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Employee Stock Option (right to buy)	\$22.17	11/10/2014		М			33,334 ⁽¹⁾	(3)	04/06/2022	Common Stock	33,334	\$0	16,666	D	

Explanation of Responses:

1. The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 20, 2013.

2. This price represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.00 to \$45.345 inclusive. The reporting person undertakes to provide Encore Capital Group, Inc. ("Encore"), any security holder of Encore or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

3. The option vests in three equal installments on March 9, 2013, 2014 and 2015.

Remarks:

<u>/s/ Brandt Schmidt, Attorney-in-</u> <u>Fact for Paul Grinberg</u> <u>11/12/2014</u>

** 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 Number.