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
OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person*       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         Bell Ryan B       (First)       (Middle)       Director       10% Owner         (Last)       (First)       (Middle)       Other (specify below)       Director       10% Owner         350 CAMINO DE LA REINA       S. Date of Earliest Transaction (Month/Day/Year)       03/09/2022       President, MCM       President, MCM         SUITE 100       4. If Amendment, Date of Original Filed (Month/Day/Year)       6. Individual or Joint/Group Filing (Check Applicable)       X       Form filed by One Reporting Person         SAN DIEGO       CA       92108       4. If Amendment, Date of Original Filed (Month/Day/Year)       6. Individual or Joint/Group Filing (Check Applicable)         K       Form filed by One Reporting Person       Form filed by More than One Reporting Person				of Section 50(ii) of the investment company Act of 1540					
350 CAMINO DE LA REINA     3. Date of Earliest Transaction (Month/Day/Year)     President, MCM       SUITE 100     4. If Amendment, Date of Original Filed (Month/Day/Year)     6. Individual or Joint/Group Filing (Check Applicable Line)       (Street)     SAN DIEGO CA     92108     Form filed by One Reporting Person Form filed by More than One Reporting	<u>Bell Ryan B</u>			s ,	(Check	c all applicable) Director 10% Owner Officer (give title Other (speci			
(Street)       SAN DIEGO       CA       92108       4. If Amendment, Date of Original Filed (Month/Day/Year)       6. Individual or Joint/Group Filing (Check Applicable Line)         X       Form filed by One Reporting Person       Form filed by More than One Reporting	350 CAMINO DE LA REINA				President, MCM				
(City) (State) (Zip)	(Street) SAN DIEGO			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	Line) X Form filed by One Reporting Person Form filed by More than One Reporting			

#### 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. Transa Code ( 8)				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	03/09/2022		A		5,656 <sup>(1)</sup>	A	\$0	43,391	D		
Common Stock	03/09/2022		A		14,702(2)	A	\$ <mark>0</mark>	58,093	D		
Common Stock	03/09/2022		F		4,686 <sup>(3)</sup>	D	\$66.29	53,407	D		
Common Stock	03/09/2022		F		7,288 <sup>(3)</sup>	D	\$66.29	46,119	D		
Common Stock	03/11/2022		S <sup>(4)</sup>		1,946	D	\$64.29 <sup>(5)</sup>	44,173	D		
Common Stock	03/11/2022		S <sup>(4)</sup>		4,716	D	\$63.31 <sup>(6)</sup>	39,457	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)		of Deriv Secu Acqu (A) of Dispo of (D)	r osed ) 7. 3, 4	Expiration Date (Month/Day/Year) d		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 Transaction(s) (Instr. 4)	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				

Explanation of Responses:

1. Grant to the reporting person on March 9, 2022 of restricted stock units ("RSUs") under the Encore Capital Group, Inc. 2017 Incentive Award Plan. The RSUs are subject to vesting and vest in annual installments over a three-year period, with one-third vesting on March 9, 2023, one-third vesting on March 9, 2024, and the remaining one-third vesting on March 9, 2025.

2. Represents shares issued in connection with the vesting of performance stock units based upon the achievement of performance targets.

3. Disposal relates to the withholding of securities for the payment of the tax liability incident to the vesting of stock units.

4. The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 29, 2021.

5. This price represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.01 to \$64.96 inclusive. The reporting person undertakes to provide 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.

6. This price represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.05 to \$63.63 inclusive. The reporting person undertakes to provide 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.

#### Remarks:

/s/ Michael Chin, Attorney-in-Fact for Ryan Bell 03/11/2022

\*\* 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.