

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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*<br><u>JCF FPK I LP</u><br><br>(Last) (First) (Middle)<br><u>717 FIFTH AVENUE, 26TH FLOOR</u><br><br>(Street)<br><u>NEW YORK NY 10022</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>ENCORE CAPITAL GROUP INC [ ECPG ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>08/24/2007</u>                   |  |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                |  |

**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) |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |   |
| Common Stock                    | 08/24/2007                           |  | A <sup>(1)</sup>               |   | 13,800  | A          | \$0   | 13,800  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 01/02/2008                           |  | A <sup>(1)</sup>               |   | 5,931   | A          | \$0   | 19,731  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 07/01/2008                           |  | A <sup>(1)</sup>               |   | 5,938   | A          | \$0   | 22,665  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 01/02/2009                           |  | A <sup>(1)</sup>               |   | 7,575   | A          | \$0   | 33,244  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 07/01/2009                           |  | A <sup>(1)</sup>               |   | 4,129   | A          | \$0   | 37,373  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 01/04/2010                           |  | A <sup>(1)</sup>               |   | 2,980   | A          | \$0   | 40,353  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 07/01/2010                           |  | A <sup>(1)</sup>               |   | 2,587   | A          | \$0   | 42,940  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 01/03/2011                           |  | A <sup>(1)</sup>               |   | 2,100   | A          | \$0   | 45,040  | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    | 07/01/2011                           |  | A <sup>(1)</sup>               |   | 804   | A          | \$0   | 45,844 <sup>(3)</sup>   | I  | See footnotes <sup>(2)(5)</sup>                       |
| Common Stock                    |                                      |  |                                |   |   |            |       | 3,971,315   | D <sup>(4)(5)</sup>                                      |   |

**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 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 |   |  |  |   |  |

|   |  |  |  |  |  |  |  |  |  |  |  |  |  |
|---|--|--|--|--|--|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>JCF FPK I LP</u><br><br>(Last) (First) (Middle)<br><u>717 FIFTH AVENUE, 26TH FLOOR</u><br><br>(Street)<br><u>NEW YORK NY 10022</u> |  |  |  |  |  |  |  |  |  |  |  |  |  |
|---|--|--|--|--|--|--|--|--|--|--|--|--|--|

|  |         |          |
|--|---------|----------|
| (City)                                   | (State) | (Zip)    |
| 1. Name and Address of Reporting Person* |         |          |
| <a href="#">JCF Associates II-A LP</a>   |         |          |
| (Last)                                   | (First) | (Middle) |
| 717 FIFTH AVENUE, 26TH FLOOR             |         |          |
| (Street)                                 |         |          |
| NEW YORK                                 | NY      | 10022    |
| (City)                                   | (State) | (Zip)    |
| 1. Name and Address of Reporting Person* |         |          |
| <a href="#">JCF Associates II-A LLC</a>  |         |          |
| (Last)                                   | (First) | (Middle) |
| 717 FIFTH AVENUE, 26TH FLOOR             |         |          |
| (Street)                                 |         |          |
| NEW YORK                                 | NY      | 10022    |
| (City)                                   | (State) | (Zip)    |
| 1. Name and Address of Reporting Person* |         |          |
| <a href="#">JCF Associates II L.P.</a>   |         |          |
| (Last)                                   | (First) | (Middle) |
| 717 FIFTH AVENUE, 26TH FLOOR             |         |          |
| (Street)                                 |         |          |
| NEW YORK                                 | NY      | 10022    |
| (City)                                   | (State) | (Zip)    |
| 1. Name and Address of Reporting Person* |         |          |
| <a href="#">JCF Associates II Ltd.</a>   |         |          |
| (Last)                                   | (First) | (Middle) |
| 717 FIFTH AVENUE, 26TH FLOOR             |         |          |
| (Street)                                 |         |          |
| NEW YORK                                 | NY      | 10022    |
| (City)                                   | (State) | (Zip)    |
| 1. Name and Address of Reporting Person* |         |          |
| <a href="#">Flowers J. Christopher</a>   |         |          |
| (Last)                                   | (First) | (Middle) |
| 717 FIFTH AVENUE, 26TH FLOOR             |         |          |
| (Street)                                 |         |          |
| NEW YORK                                 | NY      | 10022    |
| (City)                                   | (State) | (Zip)    |

**Explanation of Responses:**

1. These transactions represent grants of deferred issuance restricted stock units ("RSUs") to Timothy Hanford and John Oros as compensation for their service as directors of Encore Capital Group Inc. (the "Issuer"). In accordance with their employment arrangements with J.C. Flowers & Co. LLC ("JCF LLC"), RSUs granted to Messrs. Hanford and Oros are held by such individuals for the benefit of JCF LLC, and the shares issued upon the vesting of such RSUs, which occurs when the applicable individual resigns as a director of the Issuer, must be transferred to JCF LLC.
2. These RSUs were held by Messrs. Hanford and Oros for the benefit of JCF LLC. Upon Mr. Hanford's resignation as a director of the Issuer on June 9, 2011, he transferred to JCF LLC the 23,214 shares that he received upon the vesting of the RSUs that had been granted to him. J. Christopher Flowers is the sole member of JCF LLC. The general partner of JCF FPK I L.P. is JCF Associates II-A L.P., the general partner of which is JCF Associates, II-A LLC, the sole member of which is JCF Associates II L.P., the general partner of which is JCF Associates II L.P., the sole director of which is Mr. Flowers. JCF FPK I L.P., JCF Associates II-A L.P., JCF Associates, II-A LLC and JCF Associates II L.P. may be deemed to have an indirect economic interest in the value of securities held by or for the benefit of JCF LLC, although they have no investment control over such securities.
3. JCF LLC directly holds 23,214 shares. Mr. Oros holds 22,630 RSUs for the benefit of JCF LLC.
4. These shares are directly held by JCF FPK I L.P.
5. Each of JCF FPK I L.P., JCF Associates II-A L.P., JCF Associates II-A LLC, JCF Associates II L.P., JCF Associates II Ltd. and Mr. Flowers disclaims beneficial ownership of the securities reported herein except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed to be an admission that any of JCF FPK I L.P., JCF Associates II-A L.P., JCF Associates II-A LLC, JCF Associates II L.P., JCF Associates II Ltd. or Mr. Flowers has beneficial ownership of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, and the rules promulgated thereunder or for any other purpose.

|   |                   |
|---|-------------------|
| <u>Director</u>   |                   |
| <u>JCF ASSOCIATES II-A L.P.</u>   |                   |
| <u>/s/ Sally Rocker Title: Managing Director</u>                        | <u>11/08/2011</u> |
| <u>JCF ASSOCIATES II-A LLC</u>  |                   |
| <u>/s/ Sally Rocker Title: Managing Director</u>                        | <u>11/08/2011</u> |
| <u>JCF ASSOCIATES II L.P. /s/ Sally Rocker Title: Managing Director</u> | <u>11/08/2011</u> |
| <u>JCF ASSOCIATES II LTD. /s/ Sally Rocker Title: Managing Director</u> | <u>11/08/2011</u> |
| <u>J. CHRISTOPHER FLOWERS</u>   | <u>11/08/2011</u> |
| <u>/s/ J. Christopher Flowers</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.

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