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

# **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 1)(1)

Encore Capital Group, Inc.
(Name of Issuer)
Common Stock, \$0.01 par value
(Title of Class of Securities)
292554102
(CUSIP Number)
February 26, 2014
(Date of Event which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
□ Rule 13d-1(b)
⊠ Rule 13d-1(c)
☐ Rule 13d-1(d)
* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.
The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).
(1) This amendment is being filed to amend a Schedule 13G (the "Initial Schedule 13G") filed by the reporting persons on March 5, 2014 in respect of Encore Capital Group, Inc. In the Initial Schedule 13G, the beneficial ownership of Beltway Strategic Opportunities Fund L.P. and EJF Beltway Strategic Opportunities GP LLC (the "Beltway Entities") was not included. This filing is being made to (i) reflect that the Beltway Entities actually beneficially own securities of Encore Capital Group, Inc., and (ii) provide information regarding the reporting persons' ownership as of the date hereof.

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	NAMES OF REPORTING PERSONS						
_	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	FIE Car	EJF Capital LLC					
			IATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x				
2	CHECK THE AL	IKOIK	(b) o				
3	SEC USE ONLY						
	CITIZENCIUS	D DI AC	EE OF ORGANIZATION				
4	CITIZENSHIP O	K PLAC	LE OF ORGANIZATION				
	Delaware						
NU	JMBER OF	5	SOLE VOTING POWER				
	SHARES						
			0				
	NEFICIALLY	6	SHARED VOTING POWER				
0	WNED BY		1,694,911				
	EACH	7	SOLE DISPOSITIVE POWER				
RI	EPORTING	7	BOLL BIOLOGITIVE LOWER				
			0				
	PERSON	8	SHARED DISPOSITIVE POWER				
	WITH		4 50 4 0 4				
	A CODEC ATE A	MOLIN	1,694,911				
9	AGGREGATE A	MOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1,694,911						
10							
10							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
	6.6% (1)						
	` ′	RTING	PERSON (SEE INSTRUCTIONS)				
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	NAMES OF REPORTING PERSONS				
_	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Emanue	l J. Fried	lman		
2			IATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x		
_			(b) o		
	CECTICE ONLY				
3	SEC USE ONLY				
4	CITIZENSHIP O	R PLAC	E OF ORGANIZATION		
7					
NII	United S J <b>MBER OF</b>	1	SOLE VOTING POWER		
	SHARES	5	SOLE VOTING POWER		
			0		
BEN	EFICIALLY	6	SHARED VOTING POWER		
0	WNED BY	U			
	EACH		1,694,911 SOLE DISPOSITIVE POWER		
RI	EACH EPORTING	7	SOLE DISPOSITIVE POWER		
141			0		
	PERSON	8	SHARED DISPOSITIVE POWER		
	WITH				
			1,694,911		
9	AGGREGATE A	MOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9					
	1,694,911				
$\mid 10 \mid$ Check if the aggregate amount in row (9) exclu		AGGR	EGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	0	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	6.6% (1)	DTING	DEDCON (CEE INCEDITIONS)		
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
	IN				

<sup>(1)</sup> Based on 25,719,591 shares of common stock outstanding as of October 28, 2014, as reported by the Issuer in its Form 10-Q filed with the SEC on November 6, 2014.

4	NAMES OF REP	ORTING	PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
			unities Master Fund, L.P.				
2	CHECK THE AP	PROPR	(ATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x				
			(b) o				
7	SEC USE ONLY						
3	020 002 01.21						
4	CITIZENSHIP O	R PLAC	E OF ORGANIZATION				
	Cayman	Islands					
NI	UMBER OF		SOLE VOTING POWER				
	SHARES	5					
			0				
	NEFICIALLY	6	SHARED VOTING POWER				
O	WNED BY		1,045,288				
	EACH	7	SOLE DISPOSITIVE POWER				
RI	EPORTING	/	BOLL BIOLOGITIVE LOWER				
			0				
	PERSON	8	SHARED DISPOSITIVE POWER				
	WITH		1,045,288				
0	ACCREGATE A	MOLIN	F BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	I IOOKLOITE II	LIVIOUIV	DENEITOMEET OWNED DI ENGINEFORTING LERGON				
	1,045,288						
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
11	PERCENT OF C	TASSR	EPRESENTED BY AMOUNT IN ROW (9)				
11	L CERCEIVI OF CLASS REFRESEIVIED BY ANIOONI IN ROW (5)						
	4.1% (1)						
12	TYPE OF REPO	RTING	PERSON (SEE INSTRUCTIONS)				
	DM						
	PN						

<sup>(1)</sup> Based on 25,719,591 shares of common stock outstanding as of October 28, 2014, as reported by the Issuer in its Form 10-Q filed with the SEC on November 6, 2014.

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	NAMES OF REPORTING PERSONS					
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	EJF Del	ot Oppor	tunities GP, LLC			
2			IATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x			
_			(b) o			
	SEC USE ONLY					
3	SEC USE ONLI					
4	CITIZENSHIP O	R PLAC	E OF ORGANIZATION			
	Delawai	re				
	JMBER OF	5	SOLE VOTING POWER			
	SHARES					
BEN	EFICIALLY		SHARED VOTING POWER			
	WNED BY	6				
			1,045,288			
DI	EACH EPORTING	7	SOLE DISPOSITIVE POWER			
KI	EPORTING		0			
	PERSON	8	SHARED DISPOSITIVE POWER			
	WITH		4 0 45 000			
	ACCDEC ATE A	MOLIN	1,045,288  T BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	AGGREGATE A	MOON	I DENEFICIALLI OWNED DI EACH REPORTING PERSON			
	1,045,288					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11						
4 -	4.1% (1)	DTIMO	DEDCON (CEE INCEDITIONS)			
12	I YPE OF KEPO	KHING	PERSON (SEE INSTRUCTIONS)			
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	NAMES OF REPORTING PERSONS					
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	EJF Del	ot Oppor	tunities Master Fund II, LP			
2			IATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x			
_			(b) o			
	SEC USE ONLY					
3	SEC USE ONLI					
4	CITIZENSHIP O	R PLAC	E OF ORGANIZATION			
	Cayman	Islands				
	JMBER OF	5	SOLE VOTING POWER			
	SHARES					
BEN	EFICIALLY		SHARED VOTING POWER			
	WNED BY	6				
			438,462			
DI	EACH EPORTING	7	SOLE DISPOSITIVE POWER			
KI	EPORTING		0			
	PERSON	8	SHARED DISPOSITIVE POWER			
	WITH		400,400			
	ACCDEC ATE A	MOLIN	438,462  T BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	AGGREGATE A	MOON	I DENEFICIALLI OWNED DI EACH REFORTING FERSON			
	438,462					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
11	PERCENT OF C	LASS R	EPRESENTED BY AMOUNT IN ROW (9)			
TT						
4.5	1.7% (1)	DTINC	DEDCON (SEE INSTRUCTIONS)			
12	I TPE OF KEPO	UNITA	PERSON (SEE INSTRUCTIONS)			
	PN					

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	NAMES OF REPORTING PERSONS					
	I.R.S. IDENTIFI	CATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	E IE Dol	ot Opportunities II GP, LLC				
2	CHECK THE AF	PPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x (b) o				
		(0) 0				
3	SEC USE ONLY					
3						
4	CITIZENSHIP C	R PLACE OF ORGANIZATION				
_	_					
	Delawa					
	UMBER OF	5 SOLE VOTING POWER				
	SHARES					
REI	NEFICIALLY	G SHARED VOTING POWER				
	WNED BY	6 SHARED VOTING POWER				
OWNEDDI		438,462				
EACH		7 SOLE DISPOSITIVE POWER				
REPORTING						
		0				
PERSON		8 SHARED DISPOSITIVE POWER				
WITH						
	1	438,462				
9	AGGREGATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	438,462					
10						
10		110012011211110011111111111111111111111	· ·			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
1 1 1						
	1.7% (1)					
	2 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
12	TYPE OF REPO	RTING PERSON (SEE INSTRUCTIONS)				

<sup>(1)</sup> Based on 25,719,591 shares of common stock outstanding as of October 28, 2014, as reported by the Issuer in its Form 10-Q filed with the SEC on November 6, 2014.

CUSIP No. 292554102
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1 NAMES OF REPORTING PERSONS R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Beltway Strategic Opportunities Fund L.P.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x (b) o  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands  NUMBER OF SHARES  5 SOLE VOTING POWER ONLY  6 SHARED VOTING POWER 211.161  7 SOLE DISPOSITIVE POWER PERSON WITH  8 SHARED DISPOSITIVE POWER 211.161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 211.161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  0 DESCRIPTIONS 0								
Beltway Strategic Opportunities Fund L.P.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x (b) o  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  Cayman Islands  NUMBER OF SHARES  5 SOLE VOTING POWER  BENEFICIALLY OWNED BY  6 SHARED VOTING POWER  211,161  PERSON WITH  7 SOLE DISPOSITIVE POWER  211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  0  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  Cayman Islands  NUMBER OF SHARES  5 SOLE VOTING POWER  0 PERSON WITH  6 SHARED VOTING POWER  211,161  7 SOLE DISPOSITIVE POWER  0 PERSON WITH  8 SHARED DISPOSITIVE POWER  211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  0 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands  NUMBER OF SHARES  5 SOLE VOTING POWER  BENEFICIALLY OWNED BY  6 SHARED VOTING POWER  211.161  7 SOLE DISPOSITIVE POWER  PERSON WITH  8 SHARED DISPOSITIVE POWER  211.161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211.161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  0  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		Beltway Strategic Opportunities Fund L.P.						
3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  Cayman Islands  NUMBER OF SHARES  5 SOLE VOTING POWER  0 SHARED VOTING POWER  211.161  EACH REPORTING  7 SOLE DISPOSITIVE POWER  0 PERSON WITH  8 SHARED DISPOSITIVE POWER  211.161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211.161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 FERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x							
4 CITIZENSHIP OR PLACE OF ORGANIZATION  Cayman Islands  NUMBER OF SHARES  5 SOLE VOTING POWER  0 BENEFICIALLY OWNED BY  6 SHARED VOTING POWER  211,161  7 SOLE DISPOSITIVE POWER  0 PERSON WITH  8 SHARED DISPOSITIVE POWER  211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				(6) 5				
4 CITIZENSHIP OR PLACE OF ORGANIZATION  Cayman Islands  NUMBER OF SHARES  5 SOLE VOTING POWER  BENEFICIALLY OWNED BY  6 SHARED VOTING POWER  211,161  7 SOLE DISPOSITIVE POWER  PERSON WITH  8 SHARED DISPOSITIVE POWER  211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  6  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	3	SEC USE ONLY						
NUMBER OF SHARES  BENEFICIALLY OWNED BY  EACH REPORTING  PERSON WITH  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  o  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	ی							
NUMBER OF SHARES  BENEFICIALLY OWNED BY  EACH REPORTING  PERSON WITH  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  o  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
NUMBER OF SHARES  5 SOLE VOTING POWER  0 BENEFICIALLY OWNED BY  6 SHARED VOTING POWER  211,161  7 SOLE DISPOSITIVE POWER  0 PERSON WITH  8 SHARED DISPOSITIVE POWER  211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	4	CITIZENSHIP O	R PLAC	CE OF ORGANIZATION				
NUMBER OF SHARES  5 SOLE VOTING POWER  0 BENEFICIALLY OWNED BY  6 SHARED VOTING POWER  211,161  7 SOLE DISPOSITIVE POWER  0 PERSON WITH  8 SHARED DISPOSITIVE POWER  211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		Commental and						
SHARES  BENEFICIALLY OWNED BY  6 SHARED VOTING POWER  211,161  7 SOLE DISPOSITIVE POWER  0  PERSON WITH  8 SHARED DISPOSITIVE POWER  211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				COLE MOTING POLITER				
OWNED BY    211,161   7   SOLE DISPOSITIVE POWER   0   0			5	SOLE VOTING POWER				
OWNED BY    211,161   7   SOLE DISPOSITIVE POWER   0   0								
PERSON WITH 8 SHARED DISPOSITIVE POWER  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			6	SHARED VOTING POWER				
PERSON WITH 8 SHARED DISPOSITIVE POWER  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	OWNED BY							
PERSON WITH  8 SHARED DISPOSITIVE POWER 211,161  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			7	SOLE DISPOSITIVE POWER				
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	PERSON		0	SHARED DISPOSITIVE POWER				
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  o  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			g					
211,161  10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	9	AGGREGATE A	MOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10		AGGRE	GATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	10							
	11	PERCENT OF C	LASS R	EPRESENTED BY AMOUNT IN ROW (9)				
0.007 (4)								
	4.5	0.8% (1)						
12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	12	I TE OF KEPU	KI IING I	renson (see instructions)				
		PN						
	1	PN						

13G

USIP No. 292554102	13G

	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	EJF Beltway Strategic Opportunities GP LLC						
2	CHECK THE AP	PROPR	EIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) x (b) o				
			(5) 0				
3	SEC USE ONLY						
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4	CITIZENSHIP O	R PLAC	CE OF ORGANIZATION				
	Delegan						
	Delaware		COLE MOTING POWER				
	UMBER OF SHARES	5	SOLE VOTING POWER				
	NEFICIALLY	6	SHARED VOTING POWER				
OWNED BY							
			211,161				
EACH REPORTING		7	SOLE DISPOSITIVE POWER				
PERSON		8	SHARED DISPOSITIVE POWER				
WITH		0					
	1		211,161				
9	AGGREGATE A	MOUNT	T BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	011 161						
10	211,161 CHECK IF THE	AGGRE	EGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 0				
10							
11	PERCENT OF C	LASS R	EPRESENTED BY AMOUNT IN ROW (9)				
12	0.8% (1) 7 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
12			22.001. (022 11.01.10 01.01.0)				
	00						

#### Item 1. (a) Name of Issuer

Encore Capital Group, Inc.

#### Item 1. (b) **Address of Issuer's Principal Executive Offices**

3111 Camino Del Rio North, Suite 103 San Diego, CA 92108

#### Item 2. (a) Name of Person Filing

This Amendment No. 1 to Schedule 13G is being filed on behalf of the following persons (the "Reporting Persons")\*:

- (i) EJF Capital LLC;
- (ii) Emanuel J. Friedman;
- (iii) EJF Debt Opportunities Master Fund, L.P.;
- (iv) EJF Debt Opportunities GP, LLC;
- (v) EJF Debt Opportunities Master Fund II, LP;
- (vi) EJF Debt Opportunities II GP, LLC;
- (vii) Beltway Strategic Opportunities Fund L.P.; and
- (viii)EJF Beltway Strategic Opportunities GP LLC

\*Attached as Exhibit A is a copy of an agreement among the Reporting Persons that this Amendment No. 1 to Schedule 13G is being filed on behalf of each of them.

#### Item 2. (b) Address of Principal Business Office or, if None, Residence

EJF Capital LLC 2107 Wilson Boulevard Suite 410 Arlington, VA 22201

Emanuel J. Friedman 2107 Wilson Boulevard Suite 410 Arlington, VA 22201

EJF Debt Opportunities Master Fund, L.P. 2107 Wilson Boulevard

Suite 410

Arlington, VA 22201

EJF Debt Opportunities GP, LLC 2107 Wilson Boulevard Suite 410

Arlington, VA 22201

EJF Debt Opportunities Master Fund II, LP 2107 Wilson Boulevard Suite 410

Arlington, VA 22201

EJF Debt Opportunities II GP, LLC 2107 Wilson Boulevard Suite 410

Arlington, VA 22201

Beltway Strategic Opportunities Fund L.P. 2107 Wilson Boulevard Suite 410 Arlington, VA 22201

EJF Beltway Strategic Opportunities GP LLC 2107 Wilson Boulevard Suite 410 Arlington, VA 22201

#### Item 2. (c) Citizenship

See Item 4 of the attached cover pages.

#### Item 2. (d) **Title of Class of Securities**

Common Stock, \$0.01 par value ("Common Stock")

Item 2. (e) **CUSIP Number** 292554102 Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a: Not Applicable. **Ownership** Item 4. (a) Amount beneficially owned: See Item 9 of the attached cover pages. (b)Percent of class: See Item 11 of the attached cover pages. (c) Number of shares as to which such person has: (i) Sole power to vote or to direct the vote: See Item 5 of the attached cover pages. (ii) Shared power to vote or to direct the vote: See Item 6 of the attached cover pages. (iii)Sole power to dispose or to direct the disposition: See Item 7 of the attached cover pages. (iv)Shared power to dispose or to direct the disposition: See Item 8 of the attached cover pages. Each of EJF Debt Opportunities Master Fund, L.P., EJF Debt Opportunities Master Fund II, LP, and Beltway Strategic Opportunities Fund L.P. is the record owner of the shares of Common Stock shown on item 9 of its respective cover page. EJF Debt Opportunities GP, LLC serves as the general partner and investment manager of EJF Debt Opportunities Master Fund, L.P. and may be deemed to share beneficial ownership of the shares of Common Stock of which EJF Debt Opportunities Master Fund, L.P. is the record owner. EJF Debt Opportunities II GP, LLC serves as the general partner and investment manager of EJF Debt Opportunities Master Fund II, LP and may be deemed to share beneficial ownership of the shares of Common Stock of which EJF Debt Opportunities Master Fund II, LP is the record owner. EJF Beltway Strategic Opportunities GP LLC serves as the general partner of Beltway Strategic Opportunities Fund L.P. and may be deemed to share beneficial ownership of the shares of Common Stock of which Beltway Strategic Opportunities Fund L.P. is the record owner. EJF Capital LLC is the sole member and manager of each of EJF Debt Opportunities GP, LLC, EJF Debt Opportunities II GP, LLC, and EJF Beltway Strategic Opportunities GP LLC and may be deemed to share beneficial ownership of the shares of Common Stock of which such entities may share beneficial ownership. Emanuel J. Friedman is the controlling member of EJF Capital LLC and may be deemed to share beneficial ownership of the shares of Common Stock over which EJF Capital LLC may share beneficial ownership. Item 5. Ownership of Five Percent or Less of a Class Not Applicable. Item 6. Ownership of More than Five Percent on Behalf of Another Person

See item 4.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding **Company** 

Not Applicable.

Item 8. **Identification and Classification of Members of the Group** 

The filing persons may be deemed to be members of a group.

Item 9. **Notice of Dissolution of Group** 

Not Applicable.

## Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Section 240.14a-11.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 22, 2014

#### EJF CAPITAL LLC

By: /s/ Neal J. Wilson

Name: Neal J. Wilson

Title: Chief Operating Officer

## EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman

Name:Emanuel J. Friedman

## EJF DEBT OPPORTUNITIES MASTER FUND, L.P.

By: EJF DEBT OPPORTUNITIES GP, LLC

Its: General Partner

By: EJF CAPITAL LLC Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name: Neal J. Wilson

Title: Chief Operating Officer

## EJF DEBT OPPORTUNITIES GP, LLC

By: EJF CAPITAL LLC Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name: Neal J. Wilson

Title: Chief Operating Officer

## EJF DEBT OPPORTUNITIES MASTER FUND II, LP

By: EJF DEBT OPPORTUNITIES II GP, LLC

Its: General Partner

By: EJF CAPITAL LLC
Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name: Neal J. Wilson

Title: Chief Operating Officer

## EJF DEBT OPPORTUNITIES II GP, LLC

By: EJF CAPITAL LLC Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name: Neal J. Wilson

Title: Chief Operating Officer

## BELTWAY STRATEGIC OPPORTUNITIES FUND L.P.

By: EJF BELTWAY STRATEGIC OPPORTUNITIES GP LLC

Its: General Partner

By: EJF CAPITAL LLC Its: Sole Managing Member

By: <u>/s/ Neal J. Wils</u>on

Name:Neal J. Wilson

Title: Chief Operating Officer

# EJF BELTWAY STRATEGIC OPPORTUNITIES GP LLC

By: EJF CAPITAL LLC Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name:Neal J. Wilson

Title: Chief Operating Officer

#### **EXHIBIT A**

The undersigned, EJF Capital LLC, a Delaware limited liability company, Emanuel J. Friedman, EJF Debt Opportunities Master Fund, L.P., an exempted limited partnership organized under the laws of the Cayman Islands, EJF Debt Opportunities GP, LLC, a Delaware limited liability company, EJF Debt Opportunities Master Fund II, LP, an exempted limited partnership organized under the laws of the Cayman Islands, EJF Debt Opportunities II GP, LLC, a Delaware limited liability company, Beltway Strategic Opportunities Fund L.P., an exempted limited partnership organized under the laws of the Cayman Islands, and EJF Beltway Strategic Opportunities GP LLC, a Delaware limited liability company, hereby agree and acknowledge that the information required by this Amendment No. 1 to Schedule 13G, to which this Agreement is attached as an exhibit, is filed on behalf of each of them. The undersigned further agree that any further amendments or supplements thereto shall also be filed on behalf of each of them.

Dated: December 22, 2014

## EJF CAPITAL LLC

By: /s/ Neal J. Wilson

Name:Neal J. Wilson

Title: Chief Operating Officer

#### EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman

Name:Emanuel J. Friedman

#### EJF DEBT OPPORTUNITIES MASTER FUND, L.P.

By: EJF DEBT OPPORTUNITIES GP, LLC

Its: General Partner

By: EJF CAPITAL LLC
Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name:Neal J. Wilson Title: Chief Operating Officer

## EJF DEBT OPPORTUNITIES GP, LLC

By: EJF CAPITAL LLC
Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name:Neal J. Wilson

Title: Chief Operating Officer

#### EJF DEBT OPPORTUNITIES MASTER FUND II, LP

By: EJF DEBT OPPORTUNITIES II GP, LLC

Its: General Partner

By: EJF CAPITAL LLC
Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name: Neal J. Wilson
Title: Chief Operating Officer

#### EJF DEBT OPPORTUNITIES II GP, LLC

By: EJF CAPITAL LLC
Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name: Neal J. Wilson

Title: Chief Operating Officer

## BELTWAY STRATEGIC OPPORTUNITIES FUND L.P.

By: EJF BELTWAY STRATEGIC OPPORTUNITIES GP LLC

Its: General Partner

By: EJF CAPITAL LLC
Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name:Neal J. Wilson

Title: Chief Operating Officer

# EJF BELTWAY STRATEGIC OPPORTUNITIES GP LLC

By: EJF CAPITAL LLC Its: Sole Managing Member

By: /s/ Neal J. Wilson

Name:Neal J. Wilson

Title: Chief Operating Officer