

ENCORE CAPITAL GROUP INC

Form 4

February 12, 2014

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Grinberg Paul

2. Issuer Name **and** Ticker or Trading
Symbol
ENCORE CAPITAL GROUP INC
[ECPG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3111 CAMINO DEL RIO NORTH,
SUITE 1300

3. Date of Earliest Transaction
(Month/Day/Year)
02/10/2014

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Executive VP, CFO & Treasurer

(Street)
SAN DIEGO, CA 92108

4. If Amendment, Date 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
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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/10/2014		M	(A) or (D) Amount (1) \$ 16.19	175,136	D	
Common Stock	02/10/2014		S	(A) or (D) Amount (1) \$ 48.53 (2)	164,636	D	
Common Stock	02/10/2014		S	(A) or (D) Amount (1) \$ 49.17 (3)	164,136	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)
Non-qualified stock option (right to buy)	\$ 16.19	02/10/2014		M	11,000 (1)	(4) 11/01/2015	Common Stock 11,0

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Grinberg Paul
3111 CAMINO DEL RIO NORTH, SUITE 1300
SAN DIEGO, CA 92108

Executive VP, CFO & Treasurer

Signatures

/s/ Brandt Schmidt, Attorney-in-Fact for Paul
Grinberg

02/12/2014

__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) 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 \$48.16 to \$48.98 inclusive. The reporting person undertakes to provide Encore Capital Group, Inc. ("Encore"), any security holder of Encore, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares held at each separate price within the ranges set forth in this footnote.

(3) This price represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$49.00 to \$49.41 inclusive. The reporting person undertakes to provide Encore, any security holder of Encore, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares held at each separate price within the ranges set forth in this footnote.

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(4) The option vested in three equal installments on November 1, 2006, 2007 and 2008.

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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