

ENCORE CAPITAL GROUP INC
Form 4
June 17, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BLACK J BRANDON

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)
8875 AERO DRIVE, #200

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/15/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

SAN DIEGO, CA 92123

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (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 or Price | | |
| Common Stock | 06/15/2011 | | M | | 66,667 A \$ 11 | 139,724 | D |
| Common Stock | 06/15/2011 | | M | | 84,908 A \$ 0.51 | 224,632 | D |
| Common Stock | 06/15/2011 | | F | | 83,699 (1) D \$ 31.99 | 140,933 | D |
| Common Stock | 06/15/2011 | | G | V | 7,124 (2) D \$ 0 | 48,795 | I |
| | | | | | | | By Black Family Trust |
| Common Stock | 06/15/2011 | | G | V | 7,124 (2) A \$ 0 | 148,057 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|--------------------|---------|---|
| Common Stock | 06/15/2011 | S | 23,000 | D | \$ (3) 30.25 | 125,057 | D |
| Common Stock | 06/16/2011 | S | 50,600 | D | \$ (4) 29.45 | 74,457 | D |
| Common Stock | 06/16/2011 | S | 1,400 | D | \$ (5) 30.22 | 73,057 | D |

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

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 control number.

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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 Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 11 | 06/15/2011 | | M | 66,667 | 09/25/2004 10/29/2013 | Common Stock | 66,667 | |
| Employee Stock Option (right to buy) | \$ 0.51 | 06/15/2011 | | M | 84,908 | 09/11/2007 09/11/2012 | Common Stock | 84,908 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BLACK J BRANDON 8875 AERO DRIVE, #200 | X | | President & CEO | |

SAN DIEGO, CA 92123

Signatures

/s/ Florentino Zamora, Jr., Attorney-in-Fact for J. Brandon
Black

06/17/2011

__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) Reflects shares of common stock withheld by the issuer in payment of the exercise price and to satisfy tax withholding obligations in connection with the exercise of stock options.
- (2) Represents gift of shares to Mr. Black from the Black Family Trust.
The shares were sold in multiple transactions on June 15, 2011 at per share prices ranging from \$29.99 to \$30.86, inclusive. The price reported reflects the weighted average sale price for the transactions. The reporting person undertakes to supply the Staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (3), (4) and (5) to this Form 4 upon request.
- (3) The shares were sold in multiple transactions on June 15, 2011 at per share prices ranging from \$29.99 to \$30.86, inclusive. The price reported reflects the weighted average sale price for the transactions. The reporting person undertakes to supply the Staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (3), (4) and (5) to this Form 4 upon request.
- (4) The shares were sold in multiple transactions on June 16, 2011 at per share prices ranging from \$29.11 to \$30.02, inclusive. The price reported reflects the weighted average sales price for the transactions.
- (5) The price reported reflects the weighted average sales price for the transactions. These shares were sold in multiple transactions with prices ranging from \$30.15 to \$30.28, inclusive.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.