

ENCORE CAPITAL GROUP INC
Form 3
June 10, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Masih Ashish | | (Month/Day/Year) | ENCORE CAPITAL GROUP INC [ECPG] | |
| (Last) | (First) | (Middle) | 06/05/2013 | |
| 3111 CAMINO DEL RIO | | 4. Relationship of Reporting Person(s) to Issuer | | |
| NORTH, SUITE 1300 | | (Check all applicable) | | |
| (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | |
| SAN DIEGO, Â CA Â 92108 | | Sr. VP, Legal Collections Ops. | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 35,708 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Non-Qualified Stock Option (right to buy) | Â (2) | 02/25/2020 | Common Stock | 6,600 | \$ 17.9 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (3) | 08/20/2019 | Common Stock | 40,000 | \$ 13.17 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (4) | 03/15/2021 | Common Stock | 25,000 | \$ 24.65 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (5) | 04/06/2022 | Common Stock | 12,500 | \$ 22.17 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Masih Ashish 3111 CAMINO DEL RIO NORTH, SUITE 1300 SAN DIEGO, CA 92108 | Â | Â | Â Sr. VP, Legal Collections Ops. | Â |

Signatures

/s/ Melissa A. Ressler, Attorney-in-Fact for Ashish Masih 06/10/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) These shares include (i) 12,333 unvested restricted stock units (each of which represents the right to receive one share of Encore common stock), which will vest by August 20, 2014 and (ii) 9,333 unvested restricted stock awards (each of which represents the right to receive one share of Encore common stock), half of which vest on March 9, 2014 and the other half on March 9, 2015.

(2) Grant to the reporting person on February 25, 2010 of a non-qualified stock option under the Encore Capital Group Inc. 2005 Stock Incentive Plan (the "2005 Plan"). All shares under the option have become vested and exercisable.

(3) Grant to the reporting person on August 20, 2009 of a non-qualified stock option under the 2005 Plan. Three-fifths of the shares granted under the option have become vested and exercisable. One-fifth of the shares granted under the option will become vested and exercisable on August 20, 2013, and the remaining one-fifth of the shares granted under the option will become vested and exercisable on August 20, 2014.

(4) Grant to the reporting person on March 15, 2011 of a non-qualified stock option under the 2005 Plan. Two-thirds of the shares granted under the option have become vested and exercisable. The remaining one-third of the shares granted under the option will become vested and exercisable on March 9, 2014.

(5) Grant to the reporting person on April 6, 2012 of a non-qualified stock option under the 2005 Plan. One-third of the shares granted under the option became vested and exercisable on March 9, 2013. One-third of the shares granted under the option will become vested and exercisable on March 9, 2014, and the remaining one-third of shares granted under the option will become vested and exercisable on March 9, 2015.

Â

Remarks:

Exhibit List:

24 - Power of Attorney

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.