

ENCORE CAPITAL GROUP INC  
Form 8-K  
June 07, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): June 5, 2013**

**ENCORE CAPITAL GROUP, INC.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**000-26489**  
**(Commission**  
  
**File Number)**

**48-1090909**  
**(IRS Employer**  
  
**Identification No.)**

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3111 Camino Del Rio North, Suite 1300,

San Diego, California  
(Address of Principal Executive Offices)

(877) 445-4581

92108  
(Zip Code)

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

Encore Capital Group, Inc. (the Company) held its annual meeting of stockholders on June 5, 2013. Proxy statements were sent to the Company's stockholders of record at the close of business on April 12, 2013. Set forth below are the voting results for each of the matters submitted to a vote of the stockholders.

The first proposal was for the election of the following eight directors: Kenneth A. Vecchione, George Lund, Willem Mesdag, Francis E. Quinlan, Norman R. Sorensen, J. Christopher Teets, H. Ronald Weissman and Warren Wilcox. All eight directors were elected with the following votes tabulated:

|                      | <b>FOR</b>        | <b>WITHHELD</b>  | <b>BROKER NON VOTES</b> |
|----------------------|-------------------|------------------|-------------------------|
| Kenneth A. Vecchione | <u>21,381,632</u> | <u>38,809</u>    | <u>803,902</u>          |
| George Lund          | <u>21,197,636</u> | <u>222,805</u>   | <u>803,902</u>          |
| Willem Mesdag        | <u>19,755,074</u> | <u>1,665,367</u> | <u>803,902</u>          |
| Francis E. Quinlan   | <u>21,373,160</u> | <u>47,281</u>    | <u>803,902</u>          |
| Norman R. Sorensen   | <u>21,117,152</u> | <u>303,289</u>   | <u>803,902</u>          |
| J. Christopher Teets | <u>20,401,439</u> | <u>1,019,002</u> | <u>803,902</u>          |
| H. Ronald Weissman   | <u>21,287,965</u> | <u>132,476</u>   | <u>803,902</u>          |
| Warren Wilcox        | <u>21,031,355</u> | <u>389,086</u>   | <u>803,902</u>          |

The second proposal was for the approval of the Encore Capital Group, Inc. 2013 Incentive Compensation Plan (the Incentive Compensation Plan) for employees, non-employee directors and independent contractors. The Incentive Compensation Plan was approved with the following votes tabulated:

| <b>FOR</b>        | <b>AGAINST</b>   | <b>ABSTAIN</b> | <b>BROKER NON VOTES</b> |
|-------------------|------------------|----------------|-------------------------|
| <u>18,058,913</u> | <u>3,350,523</u> | <u>11,005</u>  | <u>803,902</u>          |

The third proposal was the ratification of the appointment of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013. The appointment of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013 was ratified with the following votes tabulated:

| <b>FOR</b>        | <b>AGAINST</b> | <b>ABSTAIN</b> |
|-------------------|----------------|----------------|
| <u>22,000,400</u> | <u>223,658</u> | <u>285</u>     |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 7, 2013

ENCORE CAPITAL GROUP, INC.

/s/ Paul Grinberg  
Paul Grinberg  
Executive Vice President, Chief Financial Officer and Treasurer