

Grinberg Paul  
Form 4  
March 16, 2018

**FORM 4**

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

OMB APPROVAL

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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

(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 103  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/14/2018

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
President, International

SAN DIEGO, CA 92108

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 (A) or (D) Price                                    |   |  |   |
| Common Stock                    | 03/14/2018                           |  | M <sup>(1)</sup>               | 3,334 A \$ 22.17  | 188,943   | D  |   |
| Common Stock                    | 03/14/2018                           |  | S <sup>(1)</sup>               | 15,429 D \$ 44.21   | 173,514   | D  |   |
| Common Stock                    | 03/14/2018                           |  | S <sup>(1)</sup>               | 3,346 D \$ 43.95  | 170,168   | D  |   |
| Common Stock                    | 03/14/2018                           |  | S <sup>(1)</sup>               | 411 D \$ 44.21  | 89  | I  | PG Mountain   |

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|                 |            |  |             |    |            |                             |   |                                   |
|-----------------|------------|--|-------------|----|------------|-----------------------------|---|-----------------------------------|
|                 |            |  |             |    | <u>(2)</u> |                             |   | Ventures<br>LLC                   |
| Common<br>Stock | 03/14/2018 |  | <u>S(1)</u> | 89 | D          | \$<br>43.95 0<br><u>(3)</u> | I | PG<br>Mountain<br>Ventures<br>LLC |

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 (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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Employee Stock Option (right to buy)       | \$ 22.17   | 03/14/2018                           |  | M                              | 3,334  | <u>(4)</u> 04/06/2022                                    | Common Stock  | 3,334                         |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| Grinberg Paul<br>3111 CAMINO DEL RIO NORTH, SUITE 103<br>SAN DIEGO, CA 92108 |               |           | President, International |       |

## Signatures

/s/ Greg Call, Attorney-in-Fact for Paul Grinberg 03/16/2018

        \*\*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 24, 2017 as part of the reporting person's financial planning to diversify his stockholdings.

This price represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$44.00 to \$44.98 inclusive. The reporting person undertakes to provide Encore, any security holder of Encore, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares hold at each separate price within the range set forth in this footnote.

(2) This price represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.95 to \$43.98 inclusive. The reporting person undertakes to provide Encore, any security holder of Encore, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares hold at each separate price within the range set forth in this footnote.

(4) The option vested in three equal installments on March 9, 2012, 2013 and 2014.

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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