

ENCORE CAPITAL GROUP INC
Form 4
June 17, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
MANDELL RICHARD A

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)

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

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

C/O ENCORE CAPITAL GROUP, INC., 8875 AERO DRIVE, SUITE 200

06/15/2011

(Street)

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

SAN DIEGO, CA 92123

(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 Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	06/15/2011		M		10,000 A \$ 16.93	D	
Common Stock	06/15/2011		M		10,000 A \$ 1.3	D	
Common Stock	06/15/2011		F		5,698 (1) D \$ 31.99	D	
Common Stock	06/15/2011		S		21,526 D \$ 30.34 (2)	D	

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Common Stock 06/15/2011 S 4,966 D \$ 31.10 (3) D

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

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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)	\$ 1.3	06/15/2011		M	10,000	01/28/2006 01/28/2013	Common Stock	10,000	
Employee Stock Option (right to buy)	\$ 16.93	06/15/2011		M	10,000	05/05/2007 05/05/2014	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANDELL RICHARD A C/O ENCORE CAPITAL GROUP, INC. 8875 AERO DRIVE, SUITE 200 SAN DIEGO, CA 92123	X			

Signatures

/s/ Florentino Zamora, Jr., Attorney-in-Fact for Richard A. Mandell 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.

The shares were sold in multiple transactions on June 15, 2011 at per share prices ranging from \$29.90 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 (2) and (3) to this Form 4 upon request.
- (2) The price reported reflects the weighted average sale price for the transactions. These shares were sold in multiple transactions at prices ranging from \$30.90 to \$31.36, inclusive.
- (3) The price reported reflects the weighted average sale price for the transactions. These shares were sold in multiple transactions at prices ranging from \$30.90 to \$31.36, 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.