

ENSIGN GROUP, INC
Form 4
June 11, 2014

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 *
Snapper Suzanne D.

(Last) (First) (Middle)

27101 PUERTA REAL, STE 450

(Street)

MISSION VIEJO, CA 92691

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ENSIGN GROUP, INC [ENSG]

3. Date of Earliest Transaction (Month/Day/Year)
06/09/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	(D)	Price
Common Stock	06/09/2014		M		5,598	A	\$ 9.11
					36,226		
Common Stock	06/10/2014		M		7,710	A	\$ 6.55
					43,936		
Common Stock	06/10/2014		M		7,598	A	\$ 8.11
					51,534		
Common Stock	06/11/2014		M		100	A	\$ 8.11
					51,634		
Common Stock	06/11/2014		M		5,121	A	\$ 6.55
					56,755		

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Common Stock	06/11/2014	M	5,979	A	\$ 6.02	62,734	D
Common Stock	06/09/2014	<u>S(2)</u>	5,598 (2)	D	\$ 30.2291 (3)	57,136	D
Common Stock	06/10/2014	<u>S(2)</u>	7,710	D	\$ 29.6441 (4)	49,426	D
Common Stock	06/10/2014	<u>S(2)</u>	7,598 (5)	D	\$ 29.6423	41,828	D
Common Stock	06/11/2014	<u>S(2)</u>	100	D	\$ 29.5	41,728	D
Common Stock	06/11/2014	<u>S(2)</u>	5,121	D	\$ 29.1666 (6)	36,607	D
Common Stock	06/11/2014	<u>S(2)</u>	5,979	A	\$ 29.1666 (6)	30,628	D

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

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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 Options (right to buy)	\$ 9.11	06/09/2014		M	5,598	01/22/2009 ⁽¹⁾	01/22/2018	Common Stock	5,598
	\$ 6.55	06/10/2014		M	7,710	07/31/2009 ⁽¹⁾	07/31/2018		7,710

Employee Stock Options (right to buy)	Exercise Price	Grant Date	Exercise Type	Quantity	Expiration Date	Term	Underlying Security	Quantity
Employee Stock Options (right to buy)							Common Stock	
Employee Stock Options (right to buy)	\$ 8.11	06/10/2014	M	7,598	10/29/2009 ⁽¹⁾	10/29/2018	Common Stock	7,598
Employee Stock Options (right to buy)	\$ 8.11	06/11/2014	M	100	10/29/2009 ⁽¹⁾	10/29/2018	Common Stock	100
Employee Stock Options (right to buy)	\$ 6.55	06/11/2014	M	5,121	07/31/2009 ⁽¹⁾	07/31/2018	Common Stock	5,121
Employee Stock Options (right to buy)	\$ 6.02	06/11/2014	M	5,979	01/22/2009 ⁽¹⁾	01/22/2018	Common Stock	5,979

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Snapper Suzanne D. 27101 PUERTA REAL, STE 450 MISSION VIEJO, CA 92691			Chief Financial Officer	

Signatures

Suzanne Snapper 06/11/2014

**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) This option vests in five equal installments at 20% each year.
- (2) The sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted on March 13, 2014
- (3)

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This transaction was executed in multiple trades at pricing ranging from \$29.8800 to \$30.5600. The price above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request by the commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each price point.

- (4) This transaction was executed in multiple trades at pricing ranging from \$29.3600 to \$29.8400. The price above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request by the commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each price point.

- (5) This transaction was executed in multiple trades at pricing ranging from \$29.4700 to \$29.8500. The price above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request by the commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each price point.

- (6) This transaction was executed in multiple trades at pricing ranging from \$28.9800 to \$29.5350. The price above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request by the commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each price point.

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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