

JCF III Europe Holdings L.P.
 Form 4
 March 21, 2019

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 *
 JCF III Europe Holdings L.P.

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)
 03/19/2019

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

C/O J.C. FLOWERS & CO.
 LLC, 767 FIFTH AVENUE, 23RD FLOOR

(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
 X Form filed by More than One Reporting Person

NEW YORK, NY 10153

(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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/19/2019		S	1,500,000 D \$ 30.17	2,827,644	I	See Footnotes (1) (2)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JCF III Europe Holdings L.P. C/O J.C. FLOWERS & CO. LLC 767 FIFTH AVENUE, 23RD FLOOR NEW YORK, NY 10153		X		
JCF Associates III L.P. C/O J.C. FLOWERS & CO. LLC 767 FIFTH AVENUE, 23RD FLOOR NEW YORK, NY 10153		X		
JCF Associates III Ltd. C/O J.C. FLOWERS & CO. LLC 767 FIFTH AVENUE, 23RD FLOOR NEW YORK, NY 10153		X		
Flowers J. Christopher C/O J.C. FLOWERS & CO. LLC 767 FIFTH AVENUE, 23RD FLOOR NEW YORK, NY 10153		X		

Signatures

JCF III EUROPE HOLDINGS L.P., By: JCF Associates III L.P., its general partner, By: JCF Associates III Ltd., its general partner, By: /s/ J. Christopher Flowers, Name: J. Christopher Flowers, Title: Director 03/21/2019

__Signature of Reporting Person Date

JCF ASSOCIATES III L.P., By: JCF Associates III Ltd., its general partner, By: /s/ J. Christopher Flowers, Name: J. Christopher Flowers, Title: Director 03/21/2019

__Signature of Reporting Person Date

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JCF ASSOCIATES III LTD., By: /s/ J. Christopher Flowers, Name: J. Christopher Flowers,
Title: Director

03/21/2019

__Signature of Reporting Person

Date

/s/ J. Christopher Flowers

03/21/2019

__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) Represents securities held directly by JCF III Europe Holdings L.P. JCF Associates III L.P. is the general partner of JCF III Europe Holdings L.P. JCF Associates III Ltd. is the general partner of JCF Associates III L.P. J. Christopher Flowers is the sole director of JCF Associates III Ltd., and thus may be deemed to control JCF Associates III Ltd. and each entity directly or indirectly controlled by JCF Associates III Ltd., including JCF III Europe Holdings L.P.

(2) The Reporting Persons disclaim beneficial ownership of the securities reported on this Form 4, except to the extent of their pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of these securities for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

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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