

ENCORE CAPITAL GROUP INC  
Form 8-K/A  
October 25, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): September 20, 2010**

**ENCORE CAPITAL GROUP, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

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

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

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**8875 Aero Drive, Suite 200, San Diego, California**  
(Address of principal executive offices)  
**(877) 445-4581**

**92123**  
(Zip Code)

**Registrant's telephone number, including area code**

**(Former name or former address, if changed since last report.)**

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 1.01. Entry into a Material Definitive Agreement.**

**Explanatory Note**

Encore Capital Group, Inc., a Delaware corporation (the Company), is filing this Amendment to its Current Report on Form 8-K filed on September 23, 2010 (the Initial Form 8-K) to file revised Exhibits 4.1 and 4.2 in order to disclose certain information for which confidential treatment had been initially requested and to include certain exhibits and schedules previously omitted from Exhibit 4.1. Exhibits 4.1 and 4.2 hereto supersede in their entirety Exhibits 4.1 and 4.2 previously filed on the Initial Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

<b>Exhibit Number</b>	<b>Description</b>
4.1*	Senior Secured Note Purchase Agreement, dated September 20, 2010, by and among the Company, The Prudential Insurance Company of America, Pruco Life Insurance Company, Prudential Retirement Insurance and Annuity Company and Prudential Annuities Life Assurance Corporation.
4.2*	Form of Note.

\* The asterisk denotes that confidential portions of this exhibit have been omitted in reliance on Rule 24b-2 of the Securities Exchange Act of 1934. The confidential portions have been submitted separately to the Securities and Exchange Commission.

**SIGNATURES**

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.

**ENCORE CAPITAL GROUP, INC.**

Date: October 25, 2010

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

**Exhibit Index**

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