

WHYTE ROBERT MICHAEL
Form SC 13D/A
January 25, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 4)*

Encore Capital Group, Inc.

(Name of Issuer)

Common Stock (\$.01 par value)

(Title of Class of Securities)

292554102

(CUSIP Number)

John M. Allen, Esq.
Debevoise & Plimpton LLP
919 Third Avenue
New York, NY 10022

(Name, Address and Telephone Number of Person Authorized to Receive Notices
and Communications)

January 20, 2005

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Section 240.13d-1(e), (f) or (g), check the following box [].

Note: Schedules filed in paper format shall include a signed original and five copies of the Schedule, including all exhibits. See Section 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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(1) NAME OF REPORTING PERSON Robert Michael Whyte
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _____
 (b) _____

(3) SEC USE ONLY

(4) SOURCE OF FUNDS

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

(6) CITIZENSHIP OR PLACE OF ORGANIZATION Austral

Number of Shares	(7) SOLE VOTING POWER	900,
Beneficially	(8) SHARED VOTING POWER	N
Owned by Each	(9) SOLE DISPOSITIVE POWER	900,
Reporting Person	(10) SHARED DISPOSITIVE POWER	N
With		

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 900,

(12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

(14) TYPE OF REPORTING PERSON

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SCHEDULE 13D

Amendment No. 4 to Schedule 13D

This Amendment No. 4 to Schedule 13D is filed by Robert Michael Whyte ("Mr. Whyte") to further supplement and amend the Schedule 13D originally filed by Mr. Whyte on March 4, 2002, as supplemented and amended by Amendment No. 1, dated April 18, 2002, Amendment No. 2, dated August 29, 2003 and Amendment No. 3 dated September 26, 2003 (the "Schedule 13D"). Items 4, 5, 6,

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and 7 are hereby supplemented and amended. Unless otherwise indicated, all capitalized terms shall have the same meaning as provided in the Schedule 13D.

Item 4. Purpose of Transaction.

Item 4 is supplemented as follows:

On October 21, 2003, Mr. Whyte sold an additional 62,918 shares to the underwriters for \$10.34 per share pursuant to the overallotment option granted the underwriters under the Underwriting Agreement, dated September 25, 2003, among the Company, the selling stockholders named therein and the several underwriter parties thereto.

On January 20, 2005, the Company and Mr. Whyte entered into an Underwriting Agreement pursuant to which Mr. Whyte will sell 200,000 shares of Common Stock to the underwriter party thereto for \$19.65 a share.

Item 5. Interest in Securities of the Issuer.

Item 5 is amended and supplemented as follows:

(a) Following the sale to the underwriter, Mr. Whyte will be the beneficial owner of 900,897 shares of Common Stock, or approximately 4.1% of the Company's outstanding shares of Common Stock (computed on the basis of 22,118,604 shares of Common Stock outstanding, as reported in the Company's Form S-3 registration statement dated December 13, 2004).

(b) Mr. Whyte has sole voting and dispositive power with respect to the 900,897 shares of Common Stock.

(c) See item 4 above.

(e) Upon the closing of the sale to the underwriter under the Underwriting Agreement entered into on January 20, 2005, Mr. Whyte will cease to be the beneficial owner of more than five percent of the Common Stock.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 is supplemented as follows:

See Item 4 for a description of the Underwriting Agreement, dated January 20, 2005.

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Item 7. Materials to Be Filed as Exhibits.

Item 7 is supplemented by adding the following:

Exhibit 10 Underwriting Agreement, dated January 20, 2005.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement with respect to the undersigned is true, complete and correct.

Date: January 20, 2005

Robert Michael Whyte

By /s/ Robert Michael Whyte

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