

Keetch Chad
Form 4
November 07, 2018

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 *
Keetch Chad

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
27101 PUERTA REAL, SUITE 450

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/05/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP and Secretary

MISSION VIEJO, CA 92691

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

(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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 11/05/2018 | | M | 3,124 A \$ 11.49 | 70,892 | D | |
| Common Stock | 11/05/2018 | | M | 60,915 A \$ 12.85 | 131,807 | D | |
| Common Stock | 11/05/2018 | | S ⁽¹⁾ | 47,957 D 44.6933 | 83,850 | D | |
| | | | | (2) | | | |
| Common Stock | 11/05/2018 | | S ⁽¹⁾ | 15,382 D 45.4926 | 68,468 | D | |
| | | | | (3) | | | |
| | 11/05/2018 | | S ⁽¹⁾ | 700 D | 67,768 | D | |

Common Stock \$ 46.2081
(4)

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Common Stock | \$ 11.49 | 11/05/2018 | | M | 3,124 | 10/29/2014 ⁽⁵⁾ 10/29/2023 | Common Stock | 3,124 |
| Common Stock | \$ 12.85 | 11/05/2018 | | M | 60,915 | 05/29/2015 ⁽⁶⁾ 05/29/2024 | Common Stock | 60,915 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Keetch Chad 27101 PUERTA REAL SUITE 450 MISSION VIEJO, CA 92691 | | | Executive VP and Secretary | |

Signatures

/s/ Chad A. Keetch 11/07/2018
 **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).

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- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted on June 13, 2018.

This transaction was executed in multiple trades at prices ranging from \$44.09 to \$45.075. 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 separate price.

- (2) This transaction was executed in multiple trades at prices ranging from \$45.095 to \$45.96. 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 separate price.

- (3) This transaction was executed in multiple trades at prices ranging from \$46.115 to \$46.49. 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 separate price.

- (4) The option, representing a right to purchase a total of 3,666 shares, was granted on October 29, 2013, and became exercisable in five equal annual installments beginning on October 29, 2014, which was the first anniversary of the date on which the option was granted.

- (5) The option, representing a right to purchase a total of 73,320 shares, was granted on May 29, 2014, and became exercisable in five equal annual installments beginning on May 29, 2014, which was the first anniversary of the date on which the option was granted.

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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