ENSIGN GROUP, INC

Form 4

January 05, 2017

FORM 4

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Keetch Chad

27101 PUERTA REAL, SUITE 450

(Street)

2. Issuer Name and Ticker or Trading

Symbol

ENSIGN GROUP, INC [ENSG]

Issuer

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

01/03/2017

Director 10% Owner

5. Relationship of Reporting Person(s) to

Other (specify _X__ Officer (give title below) below)

Executive VP and Secretary

6. Individual or Joint/Group Filing(Check

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

Applicable Line)

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

Person

MISSION VIEJO, CA 92691

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	ities Acqui	red, Disposed of	, or Beneficial	ly 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)	Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	01/03/2017		M	366	A	\$ 6.42	49,141	D	
Common Stock	01/03/2017		S <u>(1)</u>	366	D	\$ 22.52	48,775	D	
Common Stock	01/03/2017		M	11,130	A	\$ 7.38	59,905	D	
Common Stock	01/03/2017		S <u>(1)</u>	11,130	D	\$ 22.217 (2)	48,775	D	
Common Stock	01/03/2017		M	14,664	A	\$ 7.86	63,439	D	

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Common Stock	01/03/2017	S <u>(1)</u>	14,664	D	\$ 22.26 (3)	48,775	D
Common Stock	01/03/2017	M	5,864	A	\$ 7.96	54,639	D
Common Stock	01/03/2017	S(1)	5,864	D	\$ 22.237 (4)	48,775	D
Common Stock	01/03/2017	M	5,498	A	\$ 9.75	54,273	D
Common Stock	01/03/2017	S(1)	5,498	D	\$ 22.344 (5)	48,775	D

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

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SEC 1474

(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. Transactic Code (Instr. 8)	5. Number of or 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Employee Stock Option (right to buy)	\$ 6.42	01/03/2017		M		366	10/27/2012 <u>(6)</u>	10/27/2021	Common Stock	36
Employee Stock Option (right to buy)	\$ 7.38	01/03/2017		M		11,130	02/08/2013(7)	02/08/2022	Common Stock	11,
Employee Stock Option (right to	\$ 7.86	01/03/2017		M		14,664	07/26/2013(9)	07/26/2022	Common Stock	14,0

buy)								
Employee Stock Option (right to buy)	\$ 7.96	01/03/2017	M	5,864	10/31/2013(11)	10/31/2022	Common Stock	5,8
Employee Stock Option (right to buy)	\$ 9.75	01/03/2017	M	5,498	06/12/2014(13)	06/12/2023	Common Stock	5,4

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

**Signature of Date

Reporting Person

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted on November 14, 2016.
- This transaction was executed in multiple trades at prices ranging from \$22.14 to \$22.34. 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.
- This transaction was executed in multiple trades at prices ranging from \$22.13 to \$22.37. 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.
- This transaction was executed in multiple trades at prices ranging from \$22.11 to \$22.45. 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.
- This transaction was executed in multiple trades at prices ranging from \$22.15 to \$22.52. 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.
- (6) The option was granted on October 27, 2011, and became exercisable in five equal annual installments beginning on October 27, 2012, which was the first anniversary of the date on which the option was granted.
- (7) The option was granted on February 8, 2012, and became exercisable in five equal annual installments beginning on February 8, 2013, which was the first anniversary of the date on which the option was granted.

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- (8) The number of securities reported in the second row of column 9 represent unvested time-based options that are scheduled to vest on February 8, 2017 and February 8, 2018.
- (9) The option was granted on July 26, 2012, and became exercisable in five equal annual installments beginning on July 26, 2013, which was the first anniversary of the date on which the option was granted.
- (10) The number of securities reported in the third row of column 9 represent unvested time-based options that are scheduled to vest on July 26, 2017 and July 26, 2018.
- (11) The option was granted on October 31, 2012, and became exercisable in five equal annual installments beginning on October 31, 2013, which was the first anniversary of the date on which the option was granted.
- (12) The number of securities reported in the fourth row of column 9 represent unvested time-based options that are scheduled to vest on October 31, 2017 and October 31, 2018.
- (13) The option was granted on June 12, 2013, and became exercisable in five equal annual installments beginning on June 12, 2014, which was the first anniversary of the date on which the option was granted.
- (14) The number of securities reported in the fifth row of column 9 represent unvested time-based options that are scheduled to vest on June 12, 2017, June 12, 2018, and June 12, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.