

Snapper Suzanne D.
Form 4
August 27, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Snapper Suzanne D.

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, STE 450

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/23/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	08/23/2018		M		\$ 4.23	D	
Common Stock	08/23/2018		S ⁽¹⁾		10,000	D	
Common Stock	08/24/2018		M		\$ 4.23	D	
Common Stock	08/24/2018		S ⁽¹⁾		24,813	D	
	08/24/2018		M		\$ 4.56	D	

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Common
Stock

Common Stock	08/24/2018	S ⁽¹⁾	12,226	D	\$ 38,276	179,508	D
					<u>(4)</u>		

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. 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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 4.23	08/23/2018		M	10,000	04/30/2010 ⁽⁵⁾	04/30/2019	Common Stock	10,000
Employee Stock Option (right to buy)	\$ 4.23	08/23/2018		M	44,990	04/30/2010 ⁽⁵⁾	04/30/2019	Common Stock	44,990
Employee Stock Option (right to buy)	\$ 4.56	08/24/2018		M	21,996	01/29/2010 ⁽⁶⁾	01/29/2019	Common Stock	21,996

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			Chief Financial Officer	

Snapper Suzanne D.
27101 PUERTA REAL, STE 450
MISSION VIEJO, CA 92691

Signatures

/s/ Chad A. Keetch, as power of
attorney

08/27/2018

__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).

(1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted on June 15, 2018.

This transaction was executed in multiple trades at prices ranging from \$38.50 to \$38.51. 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 \$37.79 to \$38.60. 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) This transaction was executed in multiple trades at prices ranging from \$38.23 to \$38.52. 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.

(5) The option, representing a right to purchase a total of 54,990 shares, was granted on April 30, 2009, and became exercisable in five equal annual installments beginning on April 30, 2010, which was the first anniversary of the date on which the option was granted.

(6) The option, representing a right to purchase a total of 21,996 shares, was granted on January 29, 2009, and became exercisable in five equal annual installments beginning on January 29, 2010, 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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