

Stapley Gregory K.
Form 4
December 24, 2008

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Stapley Gregory K.

(Last) (First) (Middle)

27101 PUERTA REAL, SUITE 450

(Street)

MISSION VIEJO, CA 92691

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/22/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

V.P. and General Counsel

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)
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Common Stock	12/22/2008		S ⁽¹⁾	1,100 D	\$ 16.14 (2)	1,077,200	I
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By the
Stapley
Family
Trust dated
April 25,
2006 ⁽³⁾

Common Stock	12/23/2008		S ⁽¹⁾	5,400 D	\$ 15.98 (4)	1,071,800	I
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By the
Stapley
Family
Trust dated
April 25,
2006 ⁽³⁾

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Common Stock	12/24/2008	S ⁽¹⁾	300	D	\$ 16.34 ⁽⁵⁾	1,071,500	I	By the Stapley Family Trust dated April 25, 2006 ⁽³⁾
Common Stock						49,171	I	By the Marian K. Stapley Revocable Trust dated April 29, 1965 ⁽⁶⁾
Common Stock						24,000	I	By wife as UTMA custodian for their minor children

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Stapley Gregory K.
27101 PUERTA REAL, SUITE 450
MISSION VIEJO, CA 92691

V.P. and General Counsel

Signatures

/s/ Daniel H. Walker, as
Attorney-in-fact

12/24/2008

__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 sales reported in this Form 4 were effected pursuant to a Rule 10b5(1) trading plan adopted by the reporting person on November 7, 2008.

This transaction was executed in multiple trades at prices ranging from \$16.00 to \$16.30. 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) These shares are directly owned by the Stapley Family Trust dated April 25, 2006 and indirectly by Gregory K. Stapley as Trustee of the trust. Gregory K. Stapley is an officer of the issuer.

This transaction was executed in multiple trades at prices ranging from \$15.26 to \$16.17. 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 consists of a sale of 200 shares at \$16.32 and 100 shares at \$16.38.

These shares are directly owned by the Marian K. Stapley Revocable Trust dated April 29, 1965 and indirectly by Gregory K. Stapley as Trustee of the trust. Gregory K. Stapley is an officer of the issuer. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (4) Trustee of the trust. Gregory K. Stapley is an officer of the issuer. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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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