

EPLUS INC
Form 4
March 09, 2015

FORM 4

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

OMB APPROVAL

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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, 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 *
HOVDE ERIC D

(Last) (First) (Middle)

122 W. WASHINGTON AVENUE, SUITE 350

(Street)

MADISON, WI 53703

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EPLUS INC [PLUS]

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Disposed of (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 (A) or (D) Price | | | |
| Common Stock | 03/05/2015 | | S ⁽¹⁾ | 13,412 D 85.31 (2) | 178,643 | D | |
| Common Stock | 03/06/2015 | | S ⁽³⁾ | 1,855 D 85.44 (2) | 176,788 | D | |
| Common Stock | 03/09/2015 | | S ⁽⁴⁾ | 3,804 D \$ 84.9 (2) | 172,984 | D | |
| Common Stock | 03/06/2015 | | S ⁽⁵⁾ | 980 D 85.44 (2) | 58,864 | I | Footnote (6) |

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| | | | | | | | | |
|--------------|------------|-------------------|-------|---|--------------------|--------|---|------------------|
| Common Stock | 03/09/2015 | S ⁽⁷⁾ | 2,009 | D | \$ 84.9 (2) | 56,855 | I | Footnote (8) |
| Common Stock | 03/05/2015 | S ⁽⁹⁾ | 6,631 | D | \$ 85.31 (2) | 14,594 | I | Footnote (10) |
| Common Stock | 03/06/2015 | S ⁽¹¹⁾ | 456 | D | \$ 85.44 (2) | 14,138 | I | Footnote (12) |
| Common Stock | 03/09/2015 | S ⁽¹³⁾ | 937 | D | \$ 84.9 (2) | 13,201 | I | Footnote (14) |

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

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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. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HOVDE ERIC D 122 W. WASHINGTON AVENUE SUITE 350 MADISON, WI 53703 | X | | | |

Signatures

Eric D. Hovde

03/09/2015

**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) On March 5, 2015, Mr. Hovde, the reporting person, sold 13,412 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$84.85 to \$86.08.
- (2) Mr. Hovde, the reporting person, undertakes to provide upon request by the Securities and Exchange Commission staff, ePlus, or a security holder of ePlus, full information regarding the number of Shares sold at each separate price.
- (3) On March 6, 2015, Mr. Hovde, the reporting person, sold 1,855 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$85.33 to \$85.73.
- (4) On March 9, 2015, Mr. Hovde, the reporting person, sold 3,804 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$82.80 to \$86.04.
- (5) Mr. Hovde is the managing member of Hovde Capital, Ltd., the general partner to Financial Institution Partners III, L.P. ("FIP III"). On March 6, 2015, FIP III sold 980 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$85.33 to \$85.73.
- (6) Mr. Hovde is the managing member of Hovde Capital, Ltd., the general partner to FIP III, which, after the transaction reported on this line, owns 58,864 Shares.
- (7) Mr. Hovde is the managing member of Hovde Capital, Ltd., the general partner to Financial Institution Partners III, L.P. ("FIP III"). On March 9, 2015, FIP III sold 2,009 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$82.80 to \$86.04.
- (8) Mr. Hovde is the managing member of Hovde Capital, Ltd., the general partner to FIP III, which, after the transaction reported on this line, owns 56,855 Shares.
- (9) Mr. Hovde is the trustee of The Eric D. and Steven D. Hovde Foundation ("Foundation"). On March 5, 2015, the Foundation sold 6,631 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$84.85 to \$86.08.
- (10) Mr. Hovde is the trustee of The Eric D. and Steven D. Hovde Foundation, which, after the transaction reported on this line, owns 14,594 Shares.
- (11) Mr. Hovde is the trustee of The Eric D. and Steven D. Hovde Foundation ("Foundation"). On March 6, 2015, the Foundation sold 456 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$85.33 to \$85.73.
- (12) Mr. Hovde is the trustee of The Eric D. and Steven D. Hovde Foundation, which, after the transaction reported on this line, owns 14,138 Shares.
- (13) Mr. Hovde is the trustee of The Eric D. and Steven D. Hovde Foundation ("Foundation"). On March 9, 2015, the Foundation sold 937 shares of the common stock of ePlus Inc (the "Shares") at prices ranging from \$82.80 to \$86.04.
- (14) Mr. Hovde is the trustee of The Eric D. and Steven D. Hovde Foundation, which, after the transaction reported on this line, owns 13,201 Shares.

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.